CREDITS BEGIN OVER BLACK.

1 DOMINIC MANETTA
a man in his 70s, narrates nostalgically OVER a MONTAGE of related news photos.

MANETTA (V.O.)
1957 was a big year. The Russians put that Sputnik into outer space, the Dodgers played their last game at Ebbets Field, 'that guy' shot Frank Costello in the head, and missed, and the Gallo brothers whacked Albert Anastasia in that barber shop in the Park Sheraton Hotel. It was total chaos. With Anastasia gone, Vito Genovese figures he's king shit, but Carlo Gambino and 'Joe Bananas' both want to be boss of all bosses. So they call a meeting -- a big meeting.

2 EXT. UPSTATE NEW YORK - DAY

CREDITS CONTINUE. In FADED 16mm documentary-style, we see a country road winding through rolling hills. At the top of the hill, a black '57 Cadillac appears and sweeps through the peaceful landscape.

MANETTA (V.O.)
It was the first time the whole
commission was ever gonna meet face to face. Bosses and wiseguys were comin' in from all over the country, and all the New York families, too -- maybe sixty bosses, the whole wiseguy world -- all headin' toward this little town upstate to figure out what's what.

3 EXT. ROADSIDE - DAY

A sign reads, "Entering Apalachin - pop. 342." The black Cadillac speeds past the sign, then another black Caddy, then a black Lincoln, then another Caddy, a Lincoln, etc.

MANETTA (V.O.)
Your father and me, we were goin' up with Tommy D., Fat Tommy.

(MORE)

(CONTINUED)

2.

3 CONTINUED:

MANETTA (V.O.CONT'D)
He was running the family at the time. Anyway, I don't know what anybody was thinking, but some asshole thought it would be a good idea to have this meeting at Joe Babara's farm in the country where nobody would notice.

4 EXT. RURAL GAS STATION - DAY

A local state police deputy is gassing up his motorcycle when the parade of shiny black cars rolls by. He looks up and scratches his head at the unusual sight.

MANETTA (V.O.)
Turns out the local cops were watching Joe Babara like a hawk. So now you got about fifty Caddies and Lincolns pullin' into Apalachin and some deputy sheriff with cow shit on his shoes notices all the
traffic and calls the Feds.

5 EXT. JOE BABARA'S ESTATE - DAY

The Caddies and Lincolns are all parked around a rambling country manor. Bosses and wiseguys are meeting and greeting each other on the big front porch.

One WISEGUY is trying to shoo a cow away from his car.

WISEGUY
You wanna be a ribeye? Get away from the fuckin' car.

6 EXT. WOODS - SAME TIME

Federal agents start moving in quietly, heavily-armed, wearing big FBI arm bands.

MANETTA (V.O.)
The meeting never even got started. The Feds moved in --

7 EXT. HOUSE - DAY

Agents with weapons drawn charge the house and start breaking down the front door.

3.

8 EXT. BACK OF HOUSE - SAME TIME

MANETTA (V.O.)
-- and we moved out.

Gangsters in shiny suits are squeezing through windows and leaping off balconies.

WIDE - WISEGUYS

fleeing into the surrounding woods and fields.

MANETTA (V.O.)
Your papa and me hid in a field with hay or corn, some kinda foliage, I don't know.
EXT. FARM FIELD - DAY

Two wiseguys in suits crouch in the tall grass. Suddenly they see a John Deere harvester bearing down on them.

MANETTA (V.O.)
Then along comes this farmer who almost runs us over in a tractor, so your father hauls out his piece, this .44 cannon he used to carry, and hijacks the goddamn tractor. Funniest fuckin' thing I ever saw.

EXT. COUNTRY ROAD - DAY

The farmer goes flying off the harvester and the two wiseguys drive off on it.

The farmer looks up to see the John Deere disappear in a swirling cloud of dust that FILLS the SCREEN.

END CREDITS.

DISSOLVE TO:

SWIRLING CLOUD OF CREAM

on top of an espresso. PULL BACK as a hand reaches in and runs a lemon rind along the rim of the cup. The espresso is picked up and sipped by MANETTA, the aging boss of a prominent New York crime family.

(CONTINUED)

CONTINUED:

INT. RITZ CLAM BOX - LATE AFTERNOON (PRESENT)

The place is nearly empty. Manetta is talking to PAUL VITTI, a dark, intense, intelligent man in his late forties, and a powerful boss in his own right.

MANETTA
Anyway, Carlo Gambino came out of
it capo de tutti capi, and that was the last time the whole commission tried to meet -- until now.

**VITTI**

(brooding)
I don't know. I don't like it. What do we need a meeting for? Let everybody worry about their own business.

They finish eating.

**MANETTA**
The '57 meeting was about how we were going to divide up the whole country. This meeting is about how we're gonna survive. You got 'made' guys informing for the Feds; bosses going to jail; everybody's dealing drugs; people are getting whacked without permission. And on top of everything, now we got the Chinese Triads and these crazy Russians to deal with. Everything's changing. We need a leader. Someone with fresh ideas. Someone like you. It's gonna be a new century, Paul. We gotta change with the times.

**VITTI**
What are we gonna get, a fuckin' web site?

**MANETTA**
You remember what else happened in 1957, Paul?

**VITTI**
Yeah, I remember.

**MANETTA**
When your father died, I promised him I'd always look out for you. Come to the meeting.

(Continued)
CONTINUES: (2)

They get up to leave. Vitti drops some money on the table. Bodyguards follow them to the door. The waiters and the owner bow to them as they pass. They are almost out the door when Vitti hesitates.

VITTI
Wait a second. I'm just gonna grab a toothpick.

The instant he steps back inside, Manetta and his bodyguard are struck by an incredible VOLLEY of GUNFIRE, which BLOWS OUT all the GLASS in the DOOR and WINDOWS.

Vitti's bodyguard, JELLY, grabs him and throws him behind the counter, shielding him with his body.

Outside, the shooting has stopped and curious bystanders are looking in the broken windows. Vitti's eyes well up with tears.

CUT TO:

being pulled out of a box. CAROLINE, a woman in her early thirties, dabs at her eyes with the tissue. She's sitting on the couch in --

INT. BEN'S OFFICE - SAME TIME

The office is warm, comfortable, and nicely decorated.

CAROLINE
(weepy)
I kept telling him that I needed room to grow and find myself as a person. Not just as a woman but as an independent entity.

BEN SOBOL
her therapist, seems to be listening intently.

CAROLINE
I told him I needed to get in touch with my uniqueness, but he
couldn't handle that. He said I was driving him away. Do you think I was driving him away, Dr. Sobol?

Ben leans forward sympathetically.

(CONTINUED)

6.

12 CONTINUED:

12

He's in his mid-forties, has an expressive face and a quick wit, and despite the occasional lapse, he is a gifted and caring psychologist.

BEN
Things end, Caroline. That's just a part of life. It's how we deal with things ending that's important.

CAROLINE
I just can't believe it's over between me and Steve. Maybe there's still hope.

BEN
Well, he did take out a restraining order against you. I have to be honest, that's usually not a good sign.

CAROLINE
But what should I do?

BEN
Well, Caroline, I think the first thing you have to do...

(voice rising)

... is stop whining about this pathetic loser! You're a tragedy queen!

(mocking)

'Steve doesn't respect me. Steve doesn't love me anymore.' Who gives a shit! Get a fucking life! You are, without a doubt, the most boring human being I have ever met! Please, say something interesting before I lapse into a goddamn coma!
Caroline looks curiously at Ben, unperturbed.

    CAROLINE
    Dr. Sobol?

    BEN

Lost in his fantasy, not really listening. He comes to attention and tries to cover.

    (CONTINUED)

    7.

    CONTINUED: (2)

    BEN

Yes. Yes. I was just reflecting on your whole -- situation. It's very interesting what you were just saying. I want you to think about it, and I'm going to think about it, so we'll both think about it and we'll continue next week when I get back from my vacation.

Caroline bursts into tears again.

    BEN

Or not.

    CUT TO:

    INT. UPSTAIRS HALLWAY - DAY

    Ben rushes upstairs and into his bedroom. His 14-year-old son MICHAEL is in his room putting on a tuxedo.

    MICHAEL

You're late.

    BEN

    (changing hurriedly)
    I know. I couldn't get rid of my last patient. I think she was a tick in a past life.
MICHAEL
Yeah, what's Caroline's problem?
Your boyfriend's gone, he hates your guts, get over it.

BEN
Michael! What did I tell you?
You can't listen to my sessions!
It's private stuff.

MICHAEL
I can't help it. I hear you through the vent in my room.

BEN
Funny how that happens when you lie on the floor and put your ear up against it.

(CONTINUED)

13 CONTINUED:

MICHAEL
Okay, okay. How's that guy who dreams about shitting trout?

BEN
(entering, putting on his tux shirt)
Fine. He moved up to striped bass. Put on your cummerbund.
Boy, have you grown. Did your mother move next door to a nuclear power plant?

MICHAEL
(struggling with the cummerbund)
Why do we have to wear rented clothes to Grandpa's party? This blows.

BEN
(helping him)
We have to dress up because Grandpa can't have a good time unless everyone else is extremely
uncomfortable.
(looks at Michael
and makes a quick
decision)
Forget the tux. Regular clothes.

Ben exits, pulling off the tux shirt.

MICHAEL
(taking off his
tux shirt)
Are you ambivalent about Grandpa
Isaac?

BEN (O.S.)
(from his room)
Ambivalent? Where do you get that stuff?

MICHAEL
Mom.

BEN
(annoyed)
She's not supposed to do that, you
know.

(MORE)

(CONTINUED)

9.

BEN (CONT'D)
Your mother and I, when we
got divorced, we agreed we wouldn't
put you in the middle, or use you
as a go-between to talk about each
other. So just do me a favor and
tell your mother to shut her big
mouth.

(comes back into
Michael's room)
Did she say anything about me
getting married again? I think
she could be feeling a little anger
about it.

MICHAEL
Oh, yeah. She really cares. She
says you're intimidated by women
your own age, and that's why you go for these young babes.

**BEN**
(fuming)
Okay. Listen, for two seconds, pretend I'm not your father. I'm just some guy, okay?

**MICHAEL**
You gonna vent?

**BEN**
Yeah.
(venting)
I hate her! I really hate her!
(a beat, then brightly)
Okay. Dad again. Let's go.

**CUT TO:**

14 **EXT. WAREHOUSE - SAME TIME**

Paul Vitti gets out of his car and walks to the warehouse with his most trusted soldier, Jelly, a hulking bruiser, and his sidekick JIMMY, a tightly-wound ferret with chips on both shoulders.

**VITTI**
So what did you find out?

**(CONTINUED)**

10.

14 **CONTINUED:**

**JELLY**
(as they walk)
The word is Primo Sindone must have ordered it, but, uh --

He hesitates.

**VITTI**
What?

Jelly looks at Jimmy.
VITTI

What?

JELLY

(reluctantly)
A lot of people think you set him up.

VITTI

Why the fuck would I want to kill Dominic? He was like a father to me.

JELLY

So you could be the big boss. Everybody figures you're lookin' to wipe out the competition before the big meeting.

VITTI

Oh, is that what they figure?

JELLY

It's alright with me if you did --

VITTI

I didn't kill him! I told you that! Don't you hear?

CUT TO:

14A   INT. WAREHOUSE - CONTINUOUS ACTION

They enter a room where other Vitti family soldiers, EDDIE COKES, TUNA, and JOHNNY BIGS are waiting. In the middle of the room, a young rat named NICKY SHIVERS is tied to a chair under a strong overhead light. When he speaks, we get a hint of mental incompetence.

(continued)

14A CONTINUED:

NICKY

Please, Mr. Vitti, I told 'em I don't know anything but they don't
believe me 'cause that one time I said Little Joe hit Dukey and it turned out he didn't but I didn't know because --

**JIMMY**
(smacks him)
Shut the fuck up!

Nicky goes suddenly quiet. He watches in terror as Jimmy steps aside and Vitti moves close holding a short length of lead pipe.

**VITTI**
Nicky, you know me, right?

**NICKY**
Yeah. You're Mr. Vitti.

**VITTI**
And you know what I'm gonna do to you if you lie to me, right?

**NICKY**
Uh, you're gonna crack me on the head with that pipe?

**JIMMY**
(slaps him)
It's a rhetorical question, you fuckin' idiot.

**VITTI**
I'm only gonna ask you this one time. Who killed Dominic Manetta?

**NICKY**
I don't know.

**VITTI**
(roars)
Don't fuckin' lie to me!

**NICKY**
(in tears)
Honest to God, I don't know!

**VITTI**
You little rat bastard...

(Continued)
Vitti winds up to brain him with the pipe. They all wince in anticipation of the blow. But Vitti just freezes there with his arm upraised. Then he drops his arm and seems to sag.

**VITTI**

Forget about it. He doesn't know anything.

He tosses the pipe aside.

**VITTI**

Get him outta here.

Jimmy looks at Jelly in surprise.

---

**INT. MINIVAN - LATER**

Ben is driving to the party with Michael. Sitting in stopped traffic, he checks his mirrors anxiously.

**BEN**

(to himself, urgently)

Look at this. Everybody's nuts. Ooh, I hate walking into that house late.

**MICHAEL**

I think you're reacting like this because you're mad we have to go to this party.

**BEN**

No. Don't. I'm not going to be analyzed by someone who up until a few years ago believed in Santa. Sorry, but we only have room for one Dr. Sobol in this family.

**MICHAEL**

But there's two Dr. Sobols. There's you and Grandpa.
BEN

(a beat)
Can we talk about something else?

MICHAEL
Are you going to read Grandpa's new book? Mom says you won't because you're...

(CONTINUED)

13.

15 CONTINUED:

BEN
Does your mother talk about anything else or is it just me twenty-four hours a day?

Wham! Ben REAR-ENDS the CAR in front of them.

BEN
That's your mother's fault! Your mother did that! Damn!

CUT TO:

16 EXT. EAST 90TH STREET - NIGHT

The minivan has rear-ended a black Lincoln Town Car. The trunk has sprung open and Nicky Shivers can be seen in the trunk, bound and gagged, kicking and squirming. Muffled shouts can be heard through the duct tape over his mouth.

Jelly and Jimmy jump out of the Lincoln and slam the top of the trunk just as Ben gets out of the minivan to inspect the damage.

JIMMY
(heading Ben off)
What's the matter with you? Are you some kind of moron?

BEN
I'm sorry. It's totally my fault.

Ben looks at the damage. The Lincoln has gotten the
worst of it. The rear bumper is hanging off, and Jelly is struggling to latch the trunk.

JIMMY
Did you see anything?

BEN
I was talking to my son. I took my eyes off the road --

JIMMY
Forget that bullshit. Did you see anything?

Jelly steps in to defuse the situation, warning Jimmy off with a look.

((CONTINUED)

14.

16 CONTINUED:

16

JELLY
That's all right, sir. It's our fault for being in front of you like that.

BEN
(surprised)
Well, I should have been watching. Let me give you my insurance information --

JELLY
It's okay. Forget about it.

BEN
Really? It looks like your whole rear end might be screwed up.

Jimmy is reattaching the rear bumper and securing the trunk lid with duct tape.

JELLY
No, it was like that before.

BEN
Maybe we should call the police?

JELLY
(suddenly menacing)
Why?  Fuck the police.

BEN
Right!  Fuck 'em.

HORNS start HONKING behind them.

BEN
At least take my card. You might look at the damage in the morning and change your mind.

Jelly takes the card and reads it.

JELLY
You're a doctor?

BEN
Ph.D.  Psychologist.

JELLY
A shrink. You talk to a lotta nuts, huh?

Ben hears KICKING from inside the car trunk.

(Continued)

15.

16  CONTINUED:  (2)

JELLY
Pings and knocks. Cheap gas. Hey, how do those minivans handle?

JIMMY (O.S.)
Jelly!  Let's go!

JELLY
Take it easy, Doc.

Ben looks totally confused as Jelly hustles back to his car.

CUT TO:

17  INT. SOBOL HOME - LIVING ROOM - ISAAC SOBOL
Ben's father, at the piano in the spacious, elegant, tastefully-decorated living room, surrounded by adoring guests, playing and singing an exuberant rendition of "You Must Have Been a Beautiful Baby." Isaac is a silver-haired patrician, overloaded with self-esteem.

**ISAAC**

(ending the sing-along)
All right, neurotics only! Well, you must have been a beautiful ba-a-by, 'cause baby look at you now, thank God for Prozac, baby look at you now!

**BEN AND MICHAEL**

standing off to the side talking to Ben's mother DOROTHY.

In the corner is a large advertising display featuring Isaac's smiling picture on the front cover of his new book, *Tell Me What You Feel, Tell Me What You Want*.

**BEN**

What do you mean you're not coming? It's my wedding.

**DOROTHY**

We understand it's a special day for you, Benny, but your father and I can't just pick up and leave town every time you decide to get married.

(CONTINUED)

16.

17 CONTINUED:

**BEN**

Every time? This is a once-in-a-- twice-in-a-lifetime thing.

Isaac joins them.

**BEN**

Dad, you're not coming to my wedding?
ISAAC
We want to be there, but I have three book signings next weekend. I can't piss off these big book stores. If I cancel, they'll stick me down on the bottom shelf. That's how they are.

BEN
Yeah, that's the word on the street. The self-help book business is full of vindictive pricks.

DOROTHY
(looking around)
Ben! The language.

BEN
I'm sorry, but I've been alone for eight years, now I've finally met someone I want to spend the rest of my life with and I would really like you to meet her before we get married. You're going to be her family. I think it's better she knows that up front.

ISAAC
You're really hostile tonight.

BEN
I'm joking.

DOROTHY
(jumping in)
I think I'll go talk to the mayor.

BEN
The mayor's here?

DOROTHY
I can only hope.

(CONTINUED)
Dorothy exits.

ISAAC
What's wrong?

BEN
Nothing. Everything's fine.

ISAAC
How's your practice?

BEN
It's great. Just great. I've got some very interesting patients -- extremely interesting. Fascinating actually.

MICHAEL
Dad has a patient who dreams he shits trout.

BEN
Thanks, Mike.

ISAAC
Excuse us, Michael.

Isaac pulls Ben into the foyer.

ISAAC
Why are you wasting your time out there in the boondocks? New York City is the Mecca of Madness.

BEN
I'm just not sure I could spend my life dealing with people whose biggest crisis is how to fire the maid.

ISAAC
It beats a guy with an ass full of flounder.

BEN
Trout! And don't minimize my practice.

ISAAC
Why are you getting so defensive? This is about your own feelings of inadequacy.
BEN
You always turn it back on me.
Why do you do that?

ISAAC
Why do you think I do that?

BEN
Why do you think I think you do that? Go ahead, now you ask me why I think you think I think you do that.

ISAAC
Enough. I want you to think about what I said. And when you're ready to talk to me like a normal person, I'll be at the piano with Regis Philbin.

(as he crosses away)
Rege!

REGIS PHILBIN
I'm not singing, Isaac!

ISAAC
Now, ladies and gentlemen, at the piano, Regis Philbin!

Applause and laughter from the guests. Ben grabs a glass of champagne from a passing waiter's tray.

BEN
(to the waiter)
Thomas Wolfe was right. You can't go home again -- because your parents still live there.

CUT TO:
Vitti's men converse quietly while a soldier sweeps the room for bugs. He gives the "all clear" and SALVATORE MASIELLO, the old consigliere, speaks.

**MASIELLO**
The Manetta family is asking a lot of questions. They think we hit Dominic.

CARLO MANGANO, the burly underboss of the Vitti family, jumps in.

(CONTINUED)

18 CONTINUED:

18

**MANGANO**
Forget Dominic! They were after Paul.

(to Vitti)
It's a miracle you survived. I thank God.

**VITTI**
Yeah, thank God. All I know is if I didn't have some veal stuck in my teeth, I'd be laying there with Dominic.

**JOHNNY BIGS**
This is all about the big meeting. Primo Sindone wants to run the whole show.

**MANGANO**
Yeah, but Primo's a boss. He knows the rules. He couldn't go after Dominic and Paul unless the other families gave their permission.

**VITTI**
(starting to sweat)
If they did, we're heading for one big fuckin' war.

(having trouble breathing)
Talk to Zello and Baldassare.
Find out what you can. We got two
weeks. If the other New York bosses are against us, I want to know it before I walk into that meeting.

He feels a stabbing pain in his chest.

MANGANO
You all right, Paul? You don't look good.

VITTI
I'm a little choked up here. I gotta get some air.

He walks outside. Jelly follows. Mangano looks quizzically after them.

CUT TO:

19. EXT. OUTSIDE THE OLD LION - CONTINUOUS ACTION

Vitti is having trouble breathing.

JELLY
You feel all right?

VITTI
I feel like shit. This whole thing is like a huge fuckin' headache.

JELLY
(concerned)
You havin' one of those mindgrains?

Sweating profusely now, Vitti feels another stabbing chest pain.

VITTI
Get the car.

CUT TO:

20. INT. EMERGENCY ROOM - LATER
Vitti is putting on his shirt. He looks considerably better. Jelly is sitting down, tapping his own knee with the little rubber hammer. Nothing moves.

DOCTOR SHULMAN, a young cardiology resident, enters.

DOCTOR
Good news, Mr. Evans. Your heart is just fine.

VITTI
How could it be fine? I've had like eight heart attacks in the last three weeks.

DOCTOR
Well, based on everything, I'd say you probably had an anxiety attack.

VITTI
(a beat)
What?

DOCTOR
An anxiety attack. A panic attack. I can give you some Xanax if it happens again soon --

(CONTINUED)

VITTI
(menacing)
Look at me. Do I look like a guy who panics?

DOCTOR
(nervous now)
There's nothing -- I mean -- it's a common thing --

VITTI
Where did you go to medical school? I had a heart attack, you quack bastard.

DOCTOR
(very scared now)
   Well, not according to these --

As Vitti moves toward the Doctor, Jelly instinctively
grabs the Doctor from behind and holds him while Vitti
wraps the blood pressure cuff around his neck.

   VITTI
   (low and deadly,
    pumping up the
cuff with the
squeeze-ball)
Listen to me, jerk-off. I had a
mild heart attack and now it's
over. You understand?

The Doctor nods vigorously, his eyes bugging out as the
pressure around his neck increases.

   VITTI
   If anyone asks you, you never saw
me, and I was never here. Is that
clear?

   DOCTOR
   (strangled)
Yes.

   VITTI
Good.
   (to Jelly)
Take the chart.

Jelly releases the Doctor, grabs all the papers and
follows Vitti out the door.

   CUT TO:

22.

21   EXT. HOSPITAL - MOMENTS LATER

   Vitti and Jelly come walking out the emergency room exit.
   Vitti stops.

   VITTI
   Jelly, I need you to do something
for me as my friend.

   JELLY
   Anything.
VITTI
You have to find me a doctor.

JELLY
We just came from the doctor.

VITTI
Not that kind of doctor. I need a head doctor.

JELLY
You're gonna change your face like Sonny Black? Don't get his nose though, he looks like a pig.

VITTI
Not a plastic surgeon, ya spoostud. Do I have to spell everything out?

JELLY
It saves time.

VITTI
I need you to find me a psychiatrist.

JELLY
Wow. This is like the Psychic Network or something. I just ran into a psychiatrist. Actually he ran into me.

VITTI
Is he any good?

JELLY
Yeah, he seemed like a smart guy. He had a business card and everything --

VITTI
He had a card? That's a real fuckin' achievement.

(CONTINUED)
What do you need a shrink for anyway?

VITTI
It's not for me. It's for a friend. This friend is having some problems, so I'm going to ask the shrink some questions and get some answers for my friend.

JELLY
Got it.

VITTI
And nobody can know. If anyone hears I'm talking to a shrink, it could be interpreted the wrong way. You know what I mean?

JELLY
Of course. Absolutely.
(them)
Can I ask you one thing?

VITTI
What?

JELLY
This friend. Is it me?

CUT TO:

22 INT. BEN'S OFFICE - DAY

Ben is with a patient, CARL ANDERSON, a high-strung milquetoast in his late forties.

BEN
Carl, I'm detecting a pattern here. You seem to settle too easily for things.

CARL
You're right. I do.

BEN
No, well, there you go. You just did it again. I suggested something and you immediately agreed.
24.

CONTINUED:

CARL
You're right. I did.

BEN
Why do you think you do that?

CARL
I don't know.

BEN
Well, sometimes people do it because they fear rejection or disapproval, but you can't let that worry you, Carl. And you can't agree with things just for the sake of agreeing. Stand your ground. Don't let people roll over you.

The door opens and Jelly enters.

JELLY
Dr. Sobol?

BEN
Excuse me! I'm in a session here.

JELLY
Yeah, I know, I'm sorry.

BEN
You're... You're one of the guys I rear-ended the other night.

JELLY
Bingo.
  (to Carl)
Get outta here.

Jelly takes Carl by the elbow and lifts him off the couch.

JELLY
Upsa-daisy. You got a coat,
nutbar?

BEN

What are you doing?

JELLY

He's leaving.

(CONTINUED)

25.

22 CONTINUED: (2)

22

BEN

The hell he is. He's not going anywhere until we're done with his session.

Jelly pulls a big roll of bills out of his pocket, removes the rubber band, and peels off a couple of fifties.

JELLY

(to Carl)
I'll give you a hundred bucks to get out of here.

Carl looks at the money, then he gives Ben a plaintive look.

BEN

Don't take it, Carl.

Carl looks back to Jelly.

JELLY

(peeling off another bill)
A hundred and fifty.

BEN

He's not leaving.

CARL

(trembling)
Three hundred.

JELLY

(pays him)
You're not that fuckin' crazy.

Carl takes the money, gives Ben the thumbs up and exits. Jelly follows him to the door and waves for someone to come in.

BEN
Listen, if you're upset about your car, I can understand that. But you don't just barge in here --

Paul Vitti steps into the office. Ben freezes. Jelly crosses to take Vitti's coat.

VITTI
You know who I am?

(CONTINUED)

BEN
Yes.

VITTI
No you don't.

BEN
Okay.

VITTI
You've seen my picture in the papers?

BEN
Yes. And no. Sometimes. Never.

VITTI
Jelly, wait outside.

Jelly exits. Vitti walks around the room, taking everything in. He picks up the phone and listens. Hangs up.

VITTI
Sit down.

BEN
Sure.
Ben sits quickly on the coffee table. He crushes a box of tissues, then moves them out from under his ass. Vitti picks up a stack of CDs and looks through them.

Vitti
Tony Bennett, huh?

Ben
Yeah. He's my favorite.

Vitti picks up an autographed baseball bat from Ben's desk.

Ben
(puts up his hands)
Mr. Vitti, I tried to give the guy my insurance information, but he wouldn't take it. Seriously, I tried several times because it was all my please don't kill me.

Vitti
I was just gonna ask if you liked baseball.

(continued)

27.

22 CONTINUED: (4)

Ben
Yes. Big Yankee fan.

Vitti puts the bat down.

Ben
Mr. Vitti. Not that it's your fault, but your friend, he interrupted a patient's session and that's -- not good. I think this is a matter for our insurance companies, don't you think?

Vitti
I don't care about the car.

Ben
Then what -- ?

Vitti
A friend of mine is having a problem and he might have to see a shrink, so I'm going to ask you a couple questions. Do we sit?

**BEN**

Whatever makes you comfortable.

Ben starts for his chair, but Vitti sits in it first. Ben sits on the couch. Vitti adjusts the cuffs of his shirt, and runs a hand down the crease in his slacks.

**VITTI**

Okay, the first thing I gotta know about is privacy. You must hear a lot of weird shit in here. How do I know you won't go testifying -- not testifying -- but, you know, talking about it to somebody else.

**BEN**

I won't discuss a patient with anyone for any reason, unless I know the patient may be a danger to himself. Like if I'm concerned a patient might kill himself...

**VITTI**

Not fuckin' likely --

**BEN**

-- or kill someone else.

(CONTINUED)

28.

22 CONTINUED: (5)

22

Ben looks to Vitti for a response. Vitti stares at him for a long, uncomfortable beat.

**VITTI**

So who starts?

**BEN**

Why don't you tell me why you think you need therapy?

**VITTI**

I don't need therapy. I'm helping
out my friend. You didn't hear me say that?

**BEN**
Right. I'm sorry.

**VITTI**
You guys are supposed to be so great when it comes to listening. You can't remember what I said two seconds ago.

**BEN**
I'm very sorry.

**VITTI**
I have to tell you, Doc, I'm not thrilled with the level of service up to this point.

**BEN**
Why don't you tell me about your friend?

**VITTI**
He's a powerful guy. Never had a problem dealing with things, you know? Now all of a sudden, he's falling apart. He cries for no reason. He's having trouble sleeping. And then he started having these attacks. You know, can't breathe, dizzy, chest pains -- like you think you're gonna die.

**BEN**
Panic attacks.

(Continued)

29.

22 CONTINUED: (6) 22

**VITTI**
What's with all you doctors and the fuckin' panic? Did I say panic?

**BEN**
Not panic. Dizzy -- breathing --
chest pain attacks.

**VITTI**
Right. So the question is, what can he do to make it stop?

Ben decides to go for it.

**BEN**
I'm going to go out on a limb here. I think your friend is you.

**VITTI**
You -- you -- you -- you have a gift, my friend. Go on.

**BEN**
Medication could help, but if you really want to get to the bottom of this, you're going to want to get some kind of therapy.

**VITTI**
With you?

**BEN**
(hedging)
With me? Oh, I don't know. I'd have to look at my schedule. I'm very heavily booked right now and I'm going on a short vacation tomorrow.

**VITTI**
Where you going?

**BEN**
I don't really share that information with...

**VITTI**
Where?

**BEN**
Miami Beach.

(Continued)
VITTI
You know, this could be good. Just getting that off my chest, I feel better already. It's like a load is off my shoulders. Thank you.

BEN
Well, I really didn't do anything --

VITTI
You did something. The load? Off. Where is it? Don't know. You're good, Doctor. I'll be in touch. But listen to me. (leaning close, menacing) If I talk to you and it turns me into a fag, I'll kill you. You understand?

BEN
Could we define 'fag,' because some feelings may come up --

Vitti silences him with a wave of his hand.

VITTI
I go fag, you die. Got it?

BEN
Yes.

Vitti gives Ben a little pat on the cheek, then turns and exits. Ben is stunned.

CUT TO:

23 OMITTED
23

23A EXT. BACK YARD - LATER
23A

Ben comes out the back door of the house carrying a couple of suitcases. Michael follows behind him with his bags. They cross to the car in the driveway.

BEN
I hope you didn't leave any food
in your room. I don't want to come home and find a science fair.

(CONTINUED)

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31.

CONTINUED:

23A

MICHAEL
I didn't. Hey, Dad? One thing though.

BEN
Yeah?

MICHAEL
I go fag, you die.

BEN
Michael! That's it! I am sealing that vent.

MICHAEL
You are so cool, Dad. Was that really Paul Vitti?

BEN
(throwing the bags in the car)
I didn't ask to see his Mafia decoder ring, but yeah, it was him. And you cannot tell anyone he was here. You understand?

MICHAEL
Should I take it off the internet?

BEN
What?

MICHAEL
I'm kidding!

CUT TO:
HELIICOPTER SHOT of the hotels fronting the crowded beaches.

LAURA MacNAMARA, a pretty and charming TV news correspondent, is on the air live, surrounded by her camera crew. Kids are frolicking in the pool, splashing off the water slide behind her.

(continued)

LAURA

So judging from the mob scene around the pool here today, I think you'd have to say that there's nothing 'off' about the 'off-season' in Miami Beach this summer. Now, on a personal note, this is my last report for W.V.B.F. I'm getting married to a wonderful man and moving to New York, so if you're up that way, watch for me on the W.P.I.X. news team. Thanks for everything, Miami.

(voice catching slightly)

For the last time, this is Laura MacNamara, W.V.B.F. news.

She pulls a bouquet out from behind her back and tosses it to the camera.

LAURA

Catch!

She smiles for a long beat.

PRODUCER

We're clear.
Laura's smile abruptly disappears.

**LAURA**
(to the crew, all business)
I'll do the re-asks, then you guys can just shoot the inserts and pack it up.
(looks off)
Ben!

Laura runs to Ben, standing on the sidelines, and embraces him. Michael is there too.

**LAURA**
This is him, everyone! This is the guy!

**BEN**
(to the crew)
Hi, everybody.

(continuing)

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**24B** CONTINUED: (2)

**LAURA**
(as she hugs him)
Oh, I missed you.

**BEN**
I missed you too. Michael, say hello.

**MICHAEL**
Hi, Laura.

**LAURA**
(a little too big)
This is Michael? I don't think so. If I remember correctly, Michael was a little boy, and this, this is a great big kid. Hey, you. Tell us what you did with Michael Sobol.

Ben and Michael look at each other out of the corners of their eyes.
LAURA
Okay. Come on. Give me a break. I'm trying.

MICHAEL
No, it was nice, but I'm fourteen so it wasn't -- you know -- age appropriate.

LAURA
(smiles appreciatively)
Sorry. Just smack me if I do that again.
(hugs him)
How are you, Michael?

MICHAEL
Great.

There is an awkward silent moment, everyone smiling uncomfortably.

BEN
Mike, you want to go look at the camera?

MICHAEL
Why would I want to look at the camera?

(CONTINUED)

'BEN
'Cause I bet there's all kinds of cool video stuff over there. Why don't you check it out?

MICHAEL
(gets the hint)
Oh, yeah.
(to Laura)
Is it okay?

LAURA
Go ahead. If you break something, don't worry. I'm out of here.
Michael crosses to the camera crew.

**LAURA**
You think he likes me?

**BEN**
Michael? He's crazy about you. I am too.

They embrace.

**LAURA**
You are? And you still really want to get married?

**BEN**
Of course.

**LAURA**
But what if you get tired of me? I know so many couples that were really happy, then they got married and just completely lost interest in each other.

**BEN**
That's not going to be us.

**LAURA**
I just don't want to lose the passion.

**BEN**
Yes, I'm brimming with passion. I'm up to here with passion.

(CONTINUED)

**LAURA**
I want us to be like animals. You know just screaming and sweating and tearing at each other all the time --

**BEN**
The sweating shouldn't be a
problem. The tearing sounds painful.

The SOUND GUY crosses over.

SOUND GUY
(embarrassed)
Uhh, Laura? You want me to take your mic, or at least turn it off?

Laura looks over at the crew. It's obvious that Michael and the crew have heard this whole exchange.

LAURA
Oh my God.

25 OMITTED
25 &
25A &
25A

25B INT. WALDORF-ASTORIA - HOTEL CORRIDOR - NIGHT
25B

A room service cart with the remains of a sumptuous meal is standing in the hall outside one of the rooms.

SHEILA (O.S.)
Oh my God! Oh, yes. Oh, yes.

CUT TO:

26 INT. HOTEL ROOM - SAME TIME
26

Vitti is in bed making love to his mistress, SHEILA, a pretty woman in her late 20s. They're really going at it.

SHEILA
Oh, yes. Oh, yes.
(then)
Is everything okay, Paul?

(CONTINUED)
VITTI
What are you talking for? I'm trying to do this here.

SHEILA
You seem -- distracted.

VITTI
I got things on my mind. Stop talking.

SHEILA
Okay, I'm sorry. Just relax, baby.

He goes back to lovemaking.

SHEILA
(after a beat)
Were you thinking about your wife?

(Continued)

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VITTI
No, I wasn't thinking about my wife.

(a long beat)
Now I'm thinking about my wife. Goddamn it, Sheila, why can't you keep your mouth shut!

Completely frustrated now, he gets out of bed, leaving her alone and confused.

SHEILA
(small voice)
I'm sorry, Paul.

CUT TO:

INT. BEN'S MIAMI HOTEL ROOM - NIGHT
Ben and Laura are nestled together in bed, asleep.

JELLY (O.S.)
(whispering)
Dr. Sobol. Dr. Sobol.

Ben stirs.

BEN

Mom?

Jelly's head pops up on Ben's side of the bed. Ben wakes up and his eyes go wide. Jelly puts a finger to his lips.

JELLY

Mr. Vitti wants to see you. I have your robe.

CUT TO:

28 OMITTED

29 UNDERWATER

Kelp. Rocks. Bubbles. A mermaid swims INTO VIEW and meets up with another mermaid. They do beautiful back flips under the water.

VITTI (O.S.)

You no-good little two-bit piece of shit bastard!

(CONTINUED)

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29 CONTINUED:

We PULL BACK to see the mermaids through the viewing windows of a large tank behind the bar of the --

INT. WIKI WACHI LOUNGE - LITTLE LATER

A tacky dive with a tropical motif. Ben, in his robe, is being berated by Vitti.
VITTI
I got news for you. I'm still fucked up. Whatever you did the other day, it didn't take. You did nothing for me.

BEN
(indignant)
I did nothing? What did you expect? I saw you for five minutes. I don't work miracles, Mr. Vitti. And I'll tell you something else. I don't appreciate it when someone breaks into my hotel room and kidnaps me. I don't go for that. I have a family and a life and a serious practice, and I don't have time for your bullshit!
(sheepishly)
That got away from me near the end.

Vitti stares at Ben.

VITTI
I couldn't get it up tonight.

BEN
(stopped cold)
You mean sexually?

VITTI
No, I mean for the big game against Michigan State. Of course sexually!

BEN
You flew fifteen hundred miles and dragged me out of bed in the middle of the night because you couldn't get an erection?

VITTI
Doesn't that prove I'm motivated?

(CONTINUED)
BEN
You can take a pill for that, you know.

(CONTINUED)

VITTI
No, that's a cheat. You start with the pills, next thing you know you got implants with pumps. I think a hard-on should be gotten legitimately or not at all.

BEN
Did you see that embroidered on a pillow somewhere?

VITTI
Are you gonna help me or not?

BEN
I don't believe this. All right. Has this happened before?

VITTI
The dead dick thing? Never. Well, one time. Tonight. And another time.

BEN
So twice?

VITTI
Do the math. Two times. (a beat)
There was another time. But it was after a big meal, so, you know, that don't count.

BEN
Listen, being unable to perform three or four times --

VITTI
Five.
BEN

Five times -- it isn't the end of the world.

VITTI

Maybe not to you -- look at you -- but if I can't get it up, that makes me less of a man and I can't have that.

(MORE)

(CONTINUED)

40.

VITTI (CONT'D)

(moving closer to Ben)

In my business I deal with animals. They may seem dumb to an educated guy like you, but make no mistake about it, Doctor, animals are very cunning. And they sense weakness. Right now I'm an injured animal. It's only a matter of time before one of the lions out there catches the scent. Then I'm dead. That's the way it is. If you don't understand that, then you don't understand the life I live and you don't understand me.

BEN

(nodding)

Okay.

VITTI

I have until the end of the week to get strong or they're gonna eat me up. If they don't kill me in the meantime.

BEN

What happens next week?

VITTI

I can't tell you and you don't want to know.
BEN
It's impossible. I can't do anything that fast. And even if I could, what's my goal here? To make you a happy, well-adjusted gangster?

VITTI
Look, the other day I saw a commercial on television, some kid playing with a couple of puppies. I cried for 45 minutes. Slap a pair of tits on me, I'm a woman!

BEN
I'm sorry. I can't help you.

VITTI
You're turning me down?

BEN
Mr. Vitti, when I got into family therapy, this was not the family I had in mind. I'm turning you down.

VITTI
You with your schmucky little office in your schmucky little house out there in Schmuckville -- you're turning me down? What, so you can spend more time listening to housewives piss and moan about how nobody fucks them right?

BEN
I'd like to go now.

VITTI
(starts to cry)
You see this? This is what I'm talking about! I'm a dead man!

Ben turns away and starts for the door.
VITTI
(through the tears)
You call yourself a doctor? You should be ashamed. A real doctor couldn't turn his back on a person who's suffering!

BEN
(finally)
All right.
(hands him a handkerchief)
What happened with your wife tonight?

VITTI
(wiping away his tears)
I wasn't with my wife. I was with my girlfriend.

BEN
You have a girlfriend? We could do two months on that alone.

VITTI
What, you're gonna start moralizing with me now?

(CONTINUED)

29 CONTINUED: (5)

BEN
Okay. Do you have marriage problems?

VITTI
No.

BEN
Then why do you have a girlfriend?

VITTI
I do things with her I can't do with my wife.

BEN
Why can't you do those things with your wife?
VITTI
Hey. That’s the mouth she kisses
my children good night with.
What’s the matter with you?

BEN
Okay, okay. Have you been under a
lot of stress lately?

VITTI
You mean like seeing your best
friend murdered? Yeah, I got
stress.

BEN
Well, based on what you told me
before about your attacks, I’d
say that’s probably it then.

VITTI
It's just stress?

BEN
I doubt if there's anything
physically wrong with you.

VITTI
(brightening, pointing
a finger at Ben)
You. You. You're very good.

BEN
There's a lot more to it --

(CONTINUED)

VITTI
No, you're right. You're right on
the money. I can feel the juices
rushing back to my manhood as we
speak.

BEN
Well, I didn't need to know that.

VITTI
This settles it. You're my shrink.

BEN
I can't treat you, Mr. Vitti. I don't think you're really ready to open up and deal with --

VITTI
Listen to you. The honesty. Nobody -- and I mean nobody -- talks to me like this. I'm ready. Let's do it.

BEN
You don't hear the word 'no' that often, do you?

VITTI
I hear it all the time. Only it's more like, 'No, no, please, no!'

BEN
(re relenting)
All right. I'm here for two more days. When we get back to New York, I'll treat you exclusively for two weeks. I just need to figure out what to tell my other patients.

VITTI
You want me to clear your schedule for you?

BEN
No thanks, I'll handle it. Now can I go?

Vitti throws his arms around him and kisses him on both cheeks. A look of concern crosses Ben's face.

(CONTINUED)

VITTI
Thank you.
Ben enters. Laura is sitting up in bed, pissed off.

LAURA
What is wrong with you? I woke up, you were gone, no note or anything. I've been going out of my mind, Ben. I walked all over the hotel looking for you. I almost called the police!

BEN
Okay, listen. I'm going to tell you the truth. I had a serious patient emergency.

LAURA
You have patients in Florida?

BEN
Just one. He followed me here from New York. I had to go.

LAURA
Who is this patient?

(Continued)

29A CONTINUED:

BEN
Paul Vitti!
(a beat)
Paul Vitti.

A long beat.

LAURA
(worried)
Oh, Ben.

BEN
I know. But don't worry. It's
He's not like he's a real patient. He's got this idea in his head that I'm helping him. It's crazy.

LAURA
You're not going to treat him.

BEN
No.

LAURA
Tell me you're not.

BEN
I'm not!

LAURA
That would be too scary. You don't want a person like that in your life, believe me. I've covered the mob down here. I've seen what they can do.

BEN
Listen, it's been taken care of. I told him I couldn't see him again. He understood and it's over.

LAURA
You sure?

Ben nods.

LAURA
(tearing up)
I was so worried.

He hugs her and holds her tightly, feeling like a jerk for lying to her.

CUT TO:

46.

30 INT. SEWING ROOM (NEW YORK) - NEXT MORNING

Immigrant garment workers cut and sew fabric.

31 INT. OFFICE - CONTINUOUS ACTION
This is Sindone headquarters. A few of his trusted guys are in attendance: HANDSOME JACK, POTATOES, and MOONY, his consigliere.

MOONY
It doesn't figure. We take out Manetta, what does Vitti do? Nothing. Why doesn't he move?

PRIMO SINDONE, a vain, pompous Mussolini, is standing on a stool in his underwear, being fitted for a suit by a nervous tailor.

SINDONE
Fuck him.

MOONY
I'm telling you, Primo, he's planning something big. The shit is really gonna come down.

SINDONE
Then let it come down. Vitti's a tough guy but a lot of tough guys got fed to the crabs off Red Hook over the years. (looking down at the tailor) You been down there a long time. Are you measuring my inseam or contemplating a lifestyle change?

Sindone nods for the tailor to get out.

MOONY
Primo? What about Vitti?

SINDONE
Vitti. Vitti. The whole time we were growing up, he was the smart guy; I was the dope. My father was a nickel-and-dime shitheel; his father had it all. Vito Genovese blew it at Apalachin because he forgot to kill Gambino before the meeting. (MORE)
CONTINUED:

SINDONE (CONT'D)
I won't make the same mistake. I want Paul Vitti dead -- now. You two astronauts think you can handle that?

Handsome Jack and Potatoes nod their agreement.

HANDSOME JACK
You got it, Primo.

DISSOLVE TO:

MAN WITH FISH HANGING FROM HIS MOUTH

A killer whale leaps up and takes it from between his teeth.

EXT. MIAMI SEAQUARIUM - CONTINUOUS ACTION

The audience in the stands applaud as the killer whale splashes back into the water.

LAURA AND MICHAEL

are clapping. Ben is clearly bored.

LAURA
(to Ben)
Come on. Get into it.

BEN
I don't understand. They jump out of the water, they splash, they eat fish. It's not a real stretch for a whale. If they did a number from West Side Story, then I'd be into it.

LAURA
Just stop.
(to Michael)
We're having fun, right?
MICHAEL
Well, to be real honest. I'm not having as much fun as it looks like I am. I'm pretending, you know, because we have to bond and everything.

(CONTINUED)

32A CONTINUED:
32A
Laura looks at Ben.

BEN
(to Laura)
You've got to admire the openness.

MICHAEL
(a tad too excited)
Here comes the whale again!

32B TANK
32B
The whale leaps high in the air and crashes back down, sending a wall of water flying into the first few rows.

JELLY AND JIMMY
walking by the tank, get soaked by the huge wave.

JIMMY
Fuck me!

STANDS
Ben looks and sees Jelly beckoning him.

BEN
(to Laura and Michael)
I'm hungry. Yeah, I'm going to get a hot dog. Who wants a hot dog?
MICHAEL
(rising)
I'll go with you.

BEN
No, I'll go. You're pretending to have a good time. I don't want to spoil that. Be right back.

CUT TO:

EXT. VOMITORIUM - MOMENTS LATER
Ben confronts Jelly and Jimmy, who are soaked to the skin.

(CONTINUED)

BEN
What is this? Are you guys following me?

JIMMY
Fuckin' fifteen-hundred dollar suit. You think the whales piss in that water?

JELLY
No, I think they use the men's room next door at the Burger King.
(to Ben)
Mr. Vitti wants to see you.

BEN
Is this a joke?

JELLY
You're an employee of Mr. Vitti's. That means you're on call twenty-four hours a day just like the rest of us.

BEN
No, he and I discussed this. I told him I'd see him when I got
got back to New York.

JELLY
Don't be a skavootz. It is what it is. If he needs you sooner, you go.

BEN
No, I'm not going, and if you bother me again I won't treat him at all. Understand? That's it. End of story.

CUT TO:

34 AQUARIUM VIEWING WINDOW

Ben plunges into the tank in the middle of a school of sharks. He screams silently underwater and swims desperately for the top.

A couple of families watching THROUGH the viewing window laugh and applaud as if it's part of the show.

CUT TO:

50.

35 SANDCASTLE

An alligator loafer steps down on it. We TILT UP TO a SEVEN-YEAR-OLD BOY with a shovel and pail.

BOY
Asshole.

After a beat, a ten dollar bill falls where the sandcastle was. The Boy's face instantly brightens.

BOY
Thanks, mister.

EXT. BEACH - DAY

The alligator loafer belongs to Jelly. He's walking with Jimmy and other bodyguards who form a loose protective perimeter around Ben and Vitti as they walk along the shore. All the guys are wearing loud Jersey beach outfits.
BEN
They threw me in the shark tank, Paul. The shark tank!

VITTI
They were trying to make a point.

BEN
What, that you're a scary guy? I get it.

VITTI
You're in a mood, you know that?

BEN
Yeah, I get that way when a shark tries to chew on my ass.

VITTI
Okay. Okay. Calm down.

BEN
I don't want to calm down. My girl friend saw me all wet? I told her I fell into a tank with the manatees. I lied to her last night, now this. I don't like it.

VITTI
Manatees. That's a funny word. Manatees.

(CONTINUED)

BEN
I'm glad you're entertained. What's the problem?

VITTI
Oh, I can tell you really care.

BEN
Okay. What's going on?

VITTI
I had an episode. Not an actual
panic attack, but I started panicking a little thinking I might have one. Does that seem weird to you?

BEN
I'm redefining 'weird' on an hourly basis. What were you thinking about when you started feeling anxious?

VITTI
I don't know. The usual bullshit. Family problems.

BEN
Which family?
(referring to bodyguards)
This one?

VITTI
No, regular family.

BEN
(stops)
I want you to draw a picture of a house. In the sand.

VITTI

BEN
A house.

VITTI
Why?

BEN
I'll tell you after you do it.

(CONTINUED)

Vitti bends over and starts drawing in the sand.
VITTI
This is good. I come to Florida and draw pictures in the sand like a jerkoff.

36 BENCH

TINO, a local Miami hitman, is covertly watching Ben and Vitti on the beach. He talks into a cell phone.

TINO
I don't know what they're doing. He's talking to some guy. Looks like Vitti is drawing something in the sand... What's he drawing? What am I, Superman? I'm a hundred yards away -- I can't see shit... No way, he's got that fat Jelly with him and his partner, Jimmy Boots. We could take him out with a rifle and a scope, but I don't have any of that shit with me. My scope's in the shop... Nah, it's a warranty item... Hey, don't sweat it. You told me to take care of him, I'll take care of him... Okay, I'll call you back.

37 BACK ON BEACH

Vitti finishes drawing.

VITTI
There. You happy?

BEN
Where are the people?

VITTI
What people? You told me to draw a house.

BEN
I know. But usually when people draw a house they draw people. Where are the people who live in your house?
37 CONTINUED:

VITTI
Well, you see, they'd come out and say hello, but the whole family's in the Witness Protection Program. It's very sad. What the fuck you want from me?

They start walking.

BEN
Okay, forget the house. I'm going to say some words, and you say the first thing that comes into your mind.

VITTI
Good, more games. Shoot.

Home --

VITTI
-- plate.

Mother --

VITTI
-- fucker.

Father --

VITTI
-- forgive me for I have sinned.

Wife?

VITTI
(clears his throat)

Love.

BEN
Son?

Vitti looks out to sea.

BEN

Son?

Ben can't see his face, but Vitti's eyes are full of tears. He wipes his eyes.

(CONTINUED)

VITTI

See this? Again with the crying. Let's get out of here. We're being watched. Don't look. There's Feds on the roof of the hotel.

BEN

How do you know that?

VITTI

I'm a criminal. It's my job.

CUT TO:

EXT. HOTEL ROOF - DAY

FBI AGENTS STEADMAN, RICCI, and PROVANO CLICK away with long-lens CAMERAS as they watch from the rooftop.

AGENT RICCI

Who's the new face?

AGENT STEADMAN

I don't know. Get somebody down there to see what he drew in the sand.

AGENT PROVANO

Whoever this guy is, he must be important to the family.
AGENT STEADMAN

Maybe he's Vitti's new consigliere. Put his picture on the wire and see what you come up with.

CUT TO:

39 INT. VITTI'S SUITE - DAY

Vitti, Ben and Jelly enter the suite. MARIE, Vitti's wife, and their children, THERESA, 14, ANNA, 10, and ANTHONY, seven, are there. Vitti greets them warmly, suddenly a different man.

VITTI

Look at this, the whole crew.
(kissing Marie)
You all right? Good flight?

(CONTINUED)

55.

39 CONTINUED:

MARIE

Yeah, we're fine. We're on our way to the pool. Kids, get your stuff. We'll get out of your way.

VITTI

That's okay. Marie, this is a friend of mine, Ben Sobol.
(as they AD LIB greetings)
He's -- from the boat. A fishing boat captain. Cuban refugee.

MARIE

(shaking his hand)
Nice to meet you, Senor Sobol.

Ben looks to Vitti, then to Marie.

BEN

Gracias.

VITTI
And this is Theresa and Anna --

**ANNA**

Anne.

**VITTI**

-- Anna, and the big guy, Anthony.

Anthony gives Ben a manly handshake.

**ANTHONY**

How you doin'?

**BEN**

Nice to meet you.

**VITTI**

(noticing Theresa's bikini)

Jesus, Theresa, you are not wearing that suit to the pool.

**THERESA**

What do you want me to wear, a one-piece?

**VITTI**

I want you to wear one of those Arab bathrobes with a veil over your face, is what I want.

(continues)

39 CONTINUED: (2)

**THERESA**

Mom!

**MARIE**

Don't worry about it, Paul. We'll be back in time for dinner.

**VITTI**

Okay, babe. Hey, Anthony. Guess what I got?

**ANTHONY**

What?
VITTI
(holds up some tickets)
Marlins and the Braves -- right behind home plate, tonight.

ANTHONY
You and me?

VITTI
Of course, you and me.
(hugs him)
Have fun at the pool. Stay out of the deep end. And don't swim for a couple hours after you eat.

ANTHONY
Okay, Papa.

He kisses his father and exits with the others.

VITTI
(to Jelly)
Send Jimmy down with them.

JELLY
Already done.

Jelly exits.

BEN
Nice family. Cuban fishing boat captain?

VITTI
I can't tell Marie you're a shrink. She'd worry, you know.

(CONTINUED)

57.

39 CONTINUED: (3)

BEN
About this? I think she'd be more worried about your career choice.

VITTI
Just keep going with the therapy.
He crosses to the bar, pours himself a drink, and lights a cigarette.

**BEN**
You know, normally a patient wouldn't smoke or drink during a session.

**VITTI**
(blowing smoke)
That's an interesting fact I'll have to remember if I'm ever on 'Jeopardy.'

**BEN**
So tell me about your father.

**VITTI**
My father. He was a big man in the neighborhood -- very well respected. Everybody loved him, God rest his soul.

**BEN**
He passed away?

**VITTI**
No, I just like saying 'God rest his soul.' Yeah, he passed away. He died when I was about twelve.

**BEN**
How?

**VITTI**
Heart attack. Sudden thing.

**BEN**
Were you and your father close?

**VITTI**
Close? Yeah, you know, pretty close. I guess we weren't getting along that great right then.

(CONTINUED)
BEN
Why was that?

VITTI
I was hangin' out in the neighborhood. I had a borghata -- like a kid gang -- hooligan shit, nothin' big. But my father didn't like it.

BEN
You fought about it?

VITTI
He slapped the shit out of me.

And then?

VITTI
And then that night he died.

BEN
How did that feel?

VITTI
It felt great! How did it feel? (shrugs) I don't know.

BEN
Well, think about it. Were you angry, were you afraid? Sad?

VITTI
Yeah, I guess.

BEN
Any feelings of guilt?

VITTI
About what? I didn't kill him.

BEN
I'm just speculating, but maybe in some way you wanted him to die.

VITTI
Why would I want my father to die?

(CONTINUED)
BEN
Well, you said you were fighting. You were rebelling against his authority. There may have been some unresolved Oedipal conflict.

VITTI
English.

BEN
Oedipus was a Greek king who killed his father and married his mother.

VITTI
Fuckin' Greeks.

BEN
It's an instinctual developmental drive. The young boy wants to replace his father so he can totally possess his mother.

VITTI
Are you saying I wanted to fuck my mother?

BEN
It's a primal fantasy --

VITTI
Have you seen my mother? That is the sickest fucking thing I've ever heard.

BEN
It's Freud.

VITTI
Well, then Freud's a sick fuck, and you are too for bringing it up.

CUT TO:
Laura's family, the MacNamaras, and a few close friends have gathered for the rehearsal dinner. There are three tables in a roped-off section of the restaurant with large floral centerpieces, a small bar in the corner. The MacNamaras, SCOTT and BELINDA, are standing with Laura, Ben, Michael and a couple of other relatives.

BELINDA
Well, isn't this wonderful, all of us finally getting to spend some time together.

(CONTINUED)

SCOTT
All set for the big day, Ben?

BEN
Can't wait, Scott. Can I call you 'Scott'?

SCOTT
My friends call me 'Captain'.

BEN
Captain.

BELINDA
Well, if tomorrow goes as well as the rehearsal, I'd say it's going to be a beautiful wedding.

BEN
Yes, thanks for going to all this trouble, and I have to thank you
and the Captain for something else.

SCOTT
For what?

BEN
(pointing to Laura)
For this.

Everyone "ahhs" as Ben gives Laura a peck on the cheek. Michael makes a face.

LAURA
(to Ben)
Would you like a drink, because I'm definitely having eight or nine.

BELINDA
(disapproving)
Shall we go to the table?

As the woman go to their seats, Scott holds Ben back for a private moment.

SCOTT
Ben, there's a lot I'd like to say to you, but I'm going to skip the big father-in-law speech because I know you've been married before.

(CONTINUED)

BEN
Technically, it wasn't considered a marriage. It was like the Korean War -- more of a police action.

SCOTT
I served in Korea, son. I don't think you'd be laughing if you'd seen some of the things I saw.

BEN
You're right. Sorry.

VITTI (O.S.)
Senor Sobol!

Everyone turns to see Paul and Marie Vitti coming into the room, followed by their kids and a knot of bodyguards. Ben's face falls. He rushes over to intercept them.

BEN
(sputtering)
Mr. Vitti! How are you? Mrs. Vitti! Honey, it's the Vittis!

Laura glares at Ben.

VITTI
(charming)
Look at everybody. Everybody's smiling, everybody's happy. Nice. This is Marie, my girls, my boy, then all these guys.

BEN
Mr. and Mrs. Vitti, this is Laura, my fiancee.

VITTI
Nice to meet you.

LAURA
(stunned)
Thank you very much.

A tense moment. Ben presses on.

BEN
And this is my son Michael.

(CONTINUED)

VITTI
Whoa. He's a bruiser. (to Ben)
You're sure this is your kid? You're a pound and a half soaking wet. I've had lobsters bigger
than you.
    (to Michael)
You ever want a job, you come talk
to me, right?

    MICHAEL

Seriously?

    BEN

Michael!

    SCOTT
You're Paul Vitti. The mobster.

    BEN
Mr. MacNamara -- uh --

    VITTI
Excuse me. Is that polite? Is it? I'm trying to be nice here.
Do I walk up to you and go, 'You're whoever you are. The prick'?

    MARIE
Paul!

    BEN
Mr. Vitti, this is Laura's father.

    VITTI
Yeah? Okay, well, sorry. But you should know, there is no mob,
and, P.S., I personally have never been convicted of a crime.
    (to Jelly)
We're nine for nine, right?

    JELLY
That's right.

Vitti takes an envelope from his jacket pocket and
presses it into Laura's hand.

    (CONTINUED)
(quietly)
I heard about the wedding. Here you go. A little something for the bride and groom. God bless. You should live and be well.

LAURA
Mr. Vitti, we can't accept this.

VITTI
Yeah, you can. Now, if you don't mind, I just need to borrow this guy for a couple of minutes, then that's it. I'm out of here. Okay?

LAURA
Okay. Then you leave us alone, right?

VITTI
Of course. I wouldn't do anything to screw up your wedding.
(to Ben)
I gotta talk to you. Come on.
(to group)
Have a great night, everybody. Nice to meet you.

Vitti starts for the door.

BEN
(to Laura)
I've just got to talk to him for a sec. You okay?

LAURA
I've never been less okay.

BEN
Great.

Ben is yanked away by Jimmy. Marie stands with Laura.

MARIE
I bet you eat a lot of fish since your fiance's in the business.

Laura stares.

CUT TO:
Vitti, Ben and Jelly step out.

**VITTI**

(to Jelly)
Watch that door. And don't listen to what we say.

**JELLY**
My ears are sealed.

**VITTI**

(to Ben)
Okay, listen. I had a really weird dream last night.

**BEN**
I feel like I'm having one right now. How could you interrupt our party?

**VITTI**
You know, you're very rigid about certain things.

**BEN**
Just tell me the dream.

**VITTI**
Okay. I'm asleep. I hear a baby crying. I go to the refrigerator, I get a bottle of milk, I take it to the baby, but when I go to give it to him, I see that the milk is black.

**JELLY**
That's fuckin' weird.

**VITTI**
Okay, get out of here!

**JELLY**
Sorry.

Jelly exits.

**VITTI**

(to Ben)
What's it mean? And I don't want to hear any more filth about my mother.

(CONTINUED)

40B CONTINUED:

BEN
I don't know what it means. What does it mean to you?

VITTI
This is what I'm paying you for? I say something, you say it right back to me? I could get Jelly to do this for nothing.

BEN
Then get Jelly.

Ben starts to walk off the patio and comes face to face with Laura's father, Scott.

BEN
Mr. MacNamara.

Ben exits. Scott MacNamara stares suspiciously at Vitti, wondering about his connection to Ben.

(CONTINUED)

40B CONTINUED: (2)

VITTI
(to Scott)
Why don't you look over that way before I have to bust your fuckin' head open?

Scott looks away, terrified, as Vitti exits past him.

CUT TO:
EXT. HOTEL COURTYARD - DAY

The sun shines brightly on the wedding day. Guests are assembling for the ceremony.

CUT TO:

INT. HOTEL ENTRANCE - MOMENTS LATER

Tino, the hitman, arrives and saunters into the hotel.

CUT TO:

INT. AREA OUTSIDE HOTEL ROOM - MOMENTS LATER

Jelly walks up to one of the bodyguards.

JELLY
I'm gonna get something to eat. You want like a sandwich or somethin'?

BODYGUARD
Yeah. What kinda sandwich isn't too fattening?

JELLY
A half a sandwich.

BODYGUARD
Sounds good.

JELLY
I'll be back in about twenty minutes.

The elevator arrives, Jelly gets in and the doors close behind him.
43 ANOTHER ELEVATOR

The doors open and the Bodyguard turns to look. TWO SHOTS from a PISTOL with a SILENCER strike him in the chest and he falls to the floor dead. Tino steps out and drags the body to the stairwell.

44 OMITTED

44A EXT. HOTEL COURTYARD - LATER

The guests are seated, Ben and Michael stand with the justice of the peace as Scott walks Laura down the aisle. The harpist is playing and all's right with the world. Scott shakes Ben's hand.

SCOTT
(quietly, to Ben)
Nod your head and smile. Now, you listen to me, goombah. I know what your game is, and you'd better call it quits, because if you and your paisans do anything to hurt my little girl, I'll kill you. Understand? Nod and smile.

Scott crosses away.

LAURA
(sotto)
What was that about?

BEN
Nothing. Your father thinks I'm in the Mafia.

LAURA
Oh.

BEN
Let's get married.

CUT TO:

45 INT. VITTI'S HOTEL SUITE - SAME TIME

Using a stolen pass key, Tino quietly opens the door and
enters. He steps into the living room and hears WATER RUNNING in the bathroom. He stealthily approaches the bathroom door and draws his pistol with a silencer on it from under his jacket.

70.

46

INT. BATHROOM - SAME TIME

46

Vitti stares at his reflection in the mirror, then starts washing his face. In the mirror we can see the door starting to open behind him, and the long barrel of Tino's pistol through the crack. Vitti blindly gropes for a towel and starts drying his face.

47

INT. VITTI'S BEDROOM - SAME TIME

47

Tino is about to shoot when Jelly comes up behind him, throws one strong arm around his neck in a powerful choke-hold, and grabs Tino's gun-hand with his free hand.

Vitti hears the sounds of a scuffle, steps out of the bathroom, and sees Jelly struggling with Tino.

Tino gets off a couple of wild SHOTS, but Jelly finally shakes the GUN loose from Tino's hand.

Vitti picks up the gun and puts it to Tino's head. Tino shuts his eyes and turns away, expecting the shot, but then Vitti's hand starts to shake and he breaks into a cold sweat.

Tino opens his eyes, sees Vitti frozen, and starts fighting with renewed strength. Jelly hangs on, looks at Vitti with concern, then wrestles Tino out onto the balcony.

CUT TO:

47A

EXT. HOTEL COURTYARD - DAY

47A

The ceremony is in progress.

JUSTICE

If any man here knows why these two people should not be joined in holy matrimony, let him speak now
or forever hold his peace.

A beat, then a SCREAM is heard from above, then Tino crashes into a buffet table in the b.g. Wedding guests react in horror.

CUT TO:

48 OMITTED
48 &
49 &
49

ANALYZE THIS - Rev. 7/20/98

50 INT. VITTI'S SUITE - LATER

Jimmy and Jelly are hastily throwing clothes into suitcases. Vitti comes out of the bedroom hurriedly buttoning up his shirt.

VITTI
(urgently, to Jelly)
Tell Mikey to take Marie and the kids right to the airport.
(to Jimmy)
You get the car, bring it around to the back and wait for me.

Ben bursts into the room.

BEN
That's it. I've had it with you!

VITTI
What happened?

BEN
What happened? I just saw a man fall seven stories into a platter of poached salmon! That's what happened.

VITTI
Did he break anything?

BEN
Yes. Everything! They're still picking the capers out of his forehead.
VITTI
Hey, people get depressed, they jump. It's a human tragedy, but it's not my fault.

BEN
You're telling me it was suicide?

VITTI
(to Jelly)
I think he left a note. Jelly, did they find that note?

JELLY
No, but they will in a minute.

BEN
Oh, yeah, here it is.

VITTI
Enough talking. We got to get out of here. The place is crawling with feds. I'm going back to New York and I suggest you do the same. They're probably onto you too now.

BEN
Onto me? What are you talking about? Being an accessory to murder was not part of our understanding.

VITTI
Hey, why you busting my balls? I didn't kill him. I can't speak...
for everyone in the room, but --
  (he looks
  at Jelly)
The son-of-a-bitch came after me!
It was self-defense. Trust me,
Doc. In this one, we're the
good guys.

Suddenly Laura bursts into the room, still in her wedding
dress, but disheveled.

BEN
Laura!

LAURA
(distraught, to
Vitti)
How could you do that?

VITTI
Great. Another country heard from.
(sotto voice
to Ben)
Get her outta here.

BEN
Honey, why don't you wait
downstairs?

(Continued)
married!

VITTI
You're upset.

LAURA
Of course I'm upset!
(to Ben)
I'm going downstairs to pack, then
I'm going to New York and I'm
going married with you or
without you. Okay?

BEN
I'll be right there.
(walks her
to the door)
Everything's going to be all
right. I promise.

He kisses her and closes the door behind her.

BEN
Are you happy now? You ruined my
life!

VITTI
What, you think I wanted this?
I'm the victim here! I swear,
I'm going to kill that
son-of-a-bitch!

BEN
Is that all you know? Do you
hear yourself? I knew this
would happen.

(MORE)

(CONTINUED)

BEN (CONT'D)
This whole thing has been one
big disaster from the minute
you walked into my office.
We're finished! You hear me?
I am no longer your doctor!
VITTI
Just 'cause of this?

BEN
Of course because of this! You don't have even the tiniest shred of human decency. All you know is threats and violence and that's all you'll ever know and I can't be around that!

Vitti stares at Ben for a long beat.

VITTI
What do you want me to do?

CUT TO:

51    INT. SINDONE'S OFFICE - CONTINUOUS ACTION
51
Sindone is watching "America's Most Wanted," rooting for the criminals. Moony comes to him looking concerned.

SINDONE
How come I can't get on this show? This is a good show.

MOONY
Primo. You got a phone call. It's Paul Vitti.

SINDONE
(warily)
Vitti. (picks up the phone)
Hello?

INTERCUT Vitti and Sindone.

Vitti is on the phone, struggling to contain his rage. Ben watches.

VITTI
Primo, it's Paul Vitti.

(Continued)
SINDONE
Yeah, how's it goin'?

VITTI
Not good. Whoever killed Dominic is shooting at me now and I'm having a lot of feelings about it and I'd like to get some kinda --

BEN
Closure.

VITTI
-- closure on this.

Ben nods in encouragement.

SINDONE
What kind of feelings?

VITTI
I feel very angry, you know. Very, uh, enraged. Mad. Real mad.

Thumbs up from Ben.

SINDONE
So why you telling me?

VITTI
Why am I telling you? Like you had nothing to do with it?

SINDONE
I don't know what you're talking about.

VITTI
Okay, whatever, I just wanted to tell you how I feel because I know that anger is --

He looks at Ben.

BEN
A blocked wish --

VITTI
-- a blocked wish, and I'm getting
my wish unblocked and I'm looking forward to getting some closure --

(MORE)

(CONTINUED)

ANALYZE THIS - Rev. 7/20/98

74B.

51 CONTINUED: (2)

VITTI (CONT'D)

(loses it)
-- and if you make one more move on me I swear to God I'll cut your fuckin' balls off and shove 'em up your ass!

SINDONE

Vaffancul'!

Vitti rips the phone cord out of the jack and smashes the phone against the wall. He stands there fuming. Sindone hangs up the phone on his end, worried.

SINDONE

Get a dictionary and find out what this 'closure' is. If that's what he's hitting us with, I want to know what the hell it is.

CUT TO:

51A INT. VITTI'S SUITE - MOMENTS LATER

Vitti is still fuming.

VITTI

Good?

BEN

Yeah, right up until the shoving the balls. You can't keep doing this! You want to get physical? Take a walk. Get a punching bag. Hit a pillow.

Vitti whips out a .9MM AUTOMATIC and EMPTIES the CLIP
into a pillow on the couch.

VITTI
There's your fucking pillow.

BEN
Feel better now?

VITTI
Yeah, I do.

CUT TO:

52 OMITTED
52 thru
57
57

LARGE ITALIANATE FOUNTAIN

Cheeky marble cherubs bathe in the soaring jets and bubbling pools of a large rococo fountain.

PULL BACK TO:

(CONTINUED)

EXT. BEN'S DRIVEWAY - DAY

Ben, Laura and Michael are staring up at the elaborate fountain that now fills the back yard.

BEN
Call the Vatican. Ask them if anything's missing.

MICHAEL
So cool!

JANET
Michael, get your bags out of the car, please.
MICHAEL
It's almost as tall as the house!

Michael crosses away. Laura glares at Ben.

BEN
(reads the card)
He felt bad. It's a wedding gift.

LAURA
Well, we're not married, so I guess we'll have to send it back.

BEN
Hey, don't blame me. You didn't want to finish the ceremony.

LAURA
What did you expect? You think that's what I want to remember on our anniversary? 'Gee, honey, let's go look at the wedding video. There's my parents, there's your parents, and there's the guy who plunged to his death.'

BEN
I just want to marry you.

LAURA
I'm starting to think that's not going to happen.

BEN
Come on. Next Saturday. It's all set. I even asked for a room with a low ceiling, just to discourage the jumpers.

(CONTINUED)

58 CONTINUED: (2)
58

LAURA
And who's going to be there?

BEN
Us three, a clergyman, and any
family members who've completed their crisis counseling.

LAURA
And no guests without necks. Everybody has to have a neck.

BEN
We'll do a neck check at the door.

They kiss.

CUT TO:

INT. SOBOL FAMILY ROOM - MOMENTS LATER

The back door opens and Ben, Laura and Michael enter, struggling with the luggage.

They freeze. Sitting in the family room are the three FBI agents: Steadman, Ricci and Provano.

AGENT STEADMAN
(showing his badge)
Doctor Sobol, Mrs. Sobol -- I'm Agent Steadman, Agent Ricci, Agent Provano, Federal Bureau of Investigation, O.C.D.

BEN
(stunned)
Obsessive-compulsive disorder?

AGENT PROVANO
Organized Crime Division. We need to talk.

Laura recognizes Provano from the hotel and glares at him.

MICHAEL
The FBI! This is better than the fountain!

BEN
Michael, go to your room.

(CONTINUED)
MICHAEL
But --

BEN
Go!

MICHAEL
Fine. I can hear better in there anyway.

Michael exits. On the coffee table are dozens of pictures of Ben and Paul Vitti taken in Miami and just about everywhere else.

BEN
(a beat)
So. FBI.

AGENT STEADMAN
Can you explain these photographs, Doctor Sobol?

BEN
I'm a psychotherapist. Paul Vitti is my patient.

LAURA
Was your patient.

BEN
Right. Was. That's what I meant.

LAURA
But not like a real patient.

BEN
Right.

PROVANO
So why did he send you that fountain?

BEN
That was a gift to celebrate the completion of his therapy. We got our television from an agoraphobic, so it's not that unusual -- you know, maybe you
should discuss this with my attorney.

    LAURA
    Yeah, maybe you should.

    (CONTINUED)

59 CONTINUED: (2)

      AGENT STEADMAN
    Doctor Sobol, Paul Vitti is an extremely dangerous man. We're talking conspiracy, fraud, extortion, racketeering, grand theft, murder...

      BEN
    Well, yeah, but don't forget, the man is a sociopath. You've got to expect that kind of behavior --

    Ben looks out the window and does a double take.

60 BEN'S POV

    Isaac and Dorothy are standing in the yard, gawking at the fountain.

61 BACK IN FAMILY ROOM

    BEN
    Excuse me, fellas. My folks are here and I'd like to -- well, die would be my first choice. Can I go out?

    AGENT RICCI
    It's your house.

    LAURA
    Too bad you didn't remember that when you were breaking in.

    BEN
Honey, maybe the federal agents would like something to drink? Could you see what we have?

LAURA
(firmly)
No.

BEN
(to the Agents)
I tried, guys.

Ben exits.

CUT TO:

EXT. BACK YARD - CONTINUOUS ACTION

Ben rushes up to Isaac and Dorothy.

BEN
Hi! What a surprise.

Ben kisses his mother as she stares at the fountain.

DOROTHY
That certainly makes a statement. It's a little big for the yard, don't you think?

BEN
What can I tell you, Mom? It looked much smaller in the store.

ISAAC
Think it'll affect your water pressure?

BEN
I think it'll affect the tides. What are you doing here?

DOROTHY
Your father and I are just very concerned about what happened in Florida.

ISAAC
How was your flight home? Anyone
hang themselves in first class.

DOROTHY
We got in last night, we couldn't sleep a wink. Is Laura inside?

BEN
Yeah, but she and Michael are spending some time alone, you know, getting to know each other. That's important. I don't want to disturb that dynamic.

DOROTHY
(a beat)
So you're not going to invite us in?

BEN
(a beat)
No.

(CONTINUED)

62
62

DOROTHY
(insulted)
Well, I'm going to wait in the car. There's too much spray.

Dorothy crosses away.

ISAAC
All right. What's with you and Paul Vitti?

BEN
Well, Dad, I'm not at liberty to discuss that.

ISAAC
He's your patient? Are you joking? Have you thought about what this could do to your reputation?

BEN
You, know, I always wanted to be
great, but then I realized that I might have to settle for just being good enough. Now I've got this guy who's hurting and I'm thinking that if I can help this guy, maybe I can be a little bit great.

ISAAC
Jesus, Ben, you're the one who's going to be hurting. I want you to stop seeing him.

BEN
Didn't you read your own book? Instead of trying to run my life, why don't you just close your eyes, take a deep breath, tell me what you feel, tell me what you want.

ISAAC
(uncomfortable)
This is bullshit.

BEN
You wrote it.

(CONTINUED)

62 CONTINUED: (2)

ISAAC
Okay.
(with difficulty)
I love you -- and I'm afraid for you -- I want you to be safe -- and I want you to have a good life.

BEN
(deeply touched)
Is that really it?

ISAAC
That's it.
They embrace awkwardly.

BEN
You know why I became a shrink?
Because I grew up with a great one walking around the house.

ISAAC
I thought you became a shrink because you were sleeping with your psychology professor at Columbia.

BEN
Yes, and because of you.

CUT TO:

INT. FAMILY ROOM - MINUTES LATER

Ben comes back to Laura and the Agents.

BEN
Okay, so you were saying?

AGENT STEADMAN
Let me cut to the chase. Sometime in the next week or so, the heads of every major crime family in the United States are going to meet together somewhere in the New York area.

Ben nods, finally understanding Vitti's two week deadline.

AGENT PROVANO
We think the stage is set for a major bloodbath. Has he mentioned anything about it to you?

(CONTINUED)

LAURA
A bloodbath?

BEN
No. If he said anything about a bloodbath, I probably would've remembered it. Bloodbath is one of those words that, you know,
stands out in a conversation.

AGENT STEADMAN
(gathering photos)
You could really help us out by supplying information about that meeting.

BEN
And if I don't?

AGENT STEADMAN
If you don't, I will personally make your life a living hell. I want you to think about that and call me at this number when you change your mind.

BEN
You mean if I change my mind.

AGENT STEADMAN
I mean when.

LAURA
(tough)
Okay. Guess what, fellas? You don't scare me.

BEN
Laura --

LAURA
Sit down!
(to the Agents)
There's going to be a bloodbath. Oh, yeah. Only it's going to be between you and me. You think you can break into our home and intimidate us? That ain't the way it works here, boys. Whatever he and Paul Vitti talked about is privileged. He doesn't have to tell you a thing.

(MORE)

(CONTINUED)

83.

CONTINUED: (2)
LAURA (CONT'D)
Tarasoff vs. The University of California. Look it up. Now, if he's done something wrong, take him downtown and book him. Otherwise, I'll ask you very kindly to get the hell out of my house.

AGENT STEADMAN
We'll be in touch.

The Agents exit.

BEN
(impressed)
Laura, that was really --

LAURA
(furious)
Oh, shut up!

Laura storms out of the room in a fury. Ben stands, looking miserable, then we hear Michael's voice from the vent.

MICHAEL (V.O.)
You are in trouble.

CUT TO:

64  INT. OLD LION SOCIAL CLUB - DAY
64

Vitti is conferring with Sal Masiello, his consigliere.

MASIELLO
Paul, I don't mean this in a disrespectful way. You know I was a good friend to your father and I will always be a good friend to you. But the word is out that you've been talking to a shrink. Is that right?

Vitti shoots Jelly a sharp look. Jelly looks away.

VITTI
What's the point here?
MASIELLO
This concerns the whole family. Right now, we're the only ones who know about it, but if it gets out on the street -- what then? Who knows what you've been saying in there?

VITTI
It's none of anybody's business what I say in there.

MASIELLO
Paul, I beg to differ. If you're doing this to establish some kind of insanity defense later, that's one thing. But everybody's gonna think you're falling apart, and that ain't good. They'll take it as a sign of weakness, and that makes us all vulnerable. Sindone would take over everything.

VITTI
So what do you want me to do?

MASIELLO
It's time to end it.

VITTI
What do you mean, end it?

MASIELLO
Get rid of this shrink. He knows too much already.

VITTI
You want me to whack my doctor?

MASIELLO
If you don't do it, somebody else will. It's the only way.

VITTI
No. Nobody touches him. You hear
me? Anybody lays a finger on him, I'll kill 'em. Is that clear?

CUT TO:

85.

64A FLASHBACK - EXT. STREET ON LOWER EAST SIDE - DAY

Vitti and Ben are walking down the street. For some reason, Vitti is wearing a hat.

   BEN
   I'm going to buy some fruit.
   You want anything?

   VITTI
   No, go ahead.

Ben crosses to a sidewalk fruit stand and starts picking out oranges. Vitti leans up against a car waiting for him to finish. SHOTS are FIRED. He runs toward the car. More SHOTS are FIRED. Ben is hit. Vitti pulls out his gun but he fumbles and drops it. The gunmen run off. Ben sinks to the pavement, mortally wounded. Vitti kneels next to him and sobs loudly. He puts his hand to his head, knocking off his hat.

   VITTI
   Papa! Papa!

64B INT. BEN'S BEDROOM - NIGHT

Ben jerks upright in bed, knocked awake by the nightmare.

DISSOLVE TO:

65 HOLY WATER FONT

Someone dips their fingers in.

INT. CATHOLIC CHURCH - NEXT DAY

It's Vitti. He goes down on one knee and genuflects in front of a big crucifix. Ben wiggles his finger in the holy water, just kind of curtsies and waves at Jesus on the cross.
VITTI
You look lousy. You all right.

BEN
Listen, Paul, please don't send me any more gifts.

VITTI
You didn't like the fountain?

(Continued)

65 CONTINUED:

65

BEN
That's not the point. It's a boundary issue.

VITTI
Boundary issue? I say if more people gave from the heart, we'd all be better off. Let's see your watch.

(as Ben shows his wrist)

Piece of junk. You're getting a Rolex.

BEN
Don't buy me a Rolex.

VITTI
Who said anything about buying it?

They cross to the main aisle of the church.

BEN
Listen, I really need to talk to you.

Ben stops cold. A casket sits in front of the altar. A funeral service is in progress.

VITTI
Tommy Angels. We grew up together. Worked for a crew out of Jersey City.
BEN
How did he die?

VITTI
He was on his way to talk to a federal prosecutor. Got hit by a truck -- twice.

BEN
Do I need to know that? I'm having nightmares as it is.

The funeral procession comes down the aisle.

BEN
Last night I dreamed we were walking down the street, I stopped to buy some fruit, and they shot me -- like Brando in The Godfather.

(CONTINUED)

65 CONTINUED: (2)

65

VITTI
Good scene. Was I there?

A mourner walks up to Vitti, bows his head in respect and kisses Vitti on both cheeks. Vitti on both cheeks. Vitti gives him a consoling pat on the shoulder, then the man kisses Ben and walks off.

BEN
You dropped your gun, then you ran over to me and started yelling, 'Papa, Papa!'

VITTI
I was Fredo. I don't think so.

An older woman kisses Vitti's hand, then both his cheeks. Vitti whispers a few words to her, then she kisses Ben's hand and moves on. More old ladies kiss their hands as they walk by.

VITTI
You're losing it, Doc. You may need therapy yourself.
A man comes up to Vitti, kisses him on both cheeks, embraces him with excessive energy, then repeats the whole scene with Ben and exits. Ben looks at Vitti.

**VITTI**
Him I don't know. Let's get private.

65A OMITTED
65A &
65B &
65B

66 EXT. CHURCH - MOMENTS LATER
66

Ben and Vitti come out of the cathedral.

**BEN**
Don't you see? You called me 'Papa.' It's all about your father.

**VITTI**
What're you, nuts? It was your dream.

(CONTINUED)

88.

66 CONTINUED:

**BEN**
Yes, but that's what your black milk dream was about, too.

**VITTI**
Uh-uh. I don't buy it. In my dream, I'm bringing the baby the black milk.

**BEN**
Freud believed you're everyone in your dreams.

**VITTI**
Yeah, well, that guy I don't need
to hear about. I can't even call my mother on the phone after that thing you told me.

BEN
Let's say you are the baby. What kind of milk did you get from your father?

VITTI
Could we stop talking about my father?

BEN
(losing it)
That's the whole point! We have to start talking about your father. You know what it's like dealing with you? This is you.
(imitating Vitti)
You gotta help me, Doc. I'm a mess. I'm in pain.
(as himself)
Okay, Paul, I can help you.
(as Vitti)
Fuck you. Nobody helps Paul Vitti.

VITTI
Very good. Now I'll do you. 'Boo-fuckin'-hoo.' I never said this would be easy. Let's see how you like it. Let's talk about your father.

BEN
Let's not.

VITTI
Is he still alive?

BEN
Yes, he's still alive.

VITTI
What kind of work does he do?
BEN
(a beat)
That's not important.

VITTI
You paused.

BEN
What?

VITTI
You paused. That means you had a feeling. What does he do?

BEN
He's a psychiatrist.

VITTI
Ooh, you're fucked up. Next patient, please.

BEN
We're running out of time, Paul. Let's not waste it talking about my problems.

VITTI
Your father's a problem?

BEN
No!

VITTI
That's what you just said! You seem upset.

BEN
I'm not upset!

VITTI
Hey, I'm good at this.

(Continued)
want to spend it screwing around, I can't help you.
    (hailing a taxi)
Call me when you're ready to get serious.

VITTI
Say hello to your father for me!

A cab stops at the curb.

CUT TO:

66A  EXT. CHURCH - SAME TIME
66A

Handsome Jack and Potatoes watch from a vantage point in
the park nearby.

    POTATOES
    We could just pop him right now.

    HANDSOME JACK
    In front of a church? What are you, a fuckin' animal? It's a
    holy place.

    POTATOES
    Is the sidewalk holy, too? I mean, where does the holiness end?

    HANDSOME JACK
    (thinks)
    I don't know. Second Avenue?

CUT TO:

67  OMITTED
67
&
&
68
68

69  DIGITAL SOUND MIXER
69

in the FBI van. A technician works at the computer
console. Steadman listens.
Through speakers:

VITTI (V.O.)
You want me to whack my doctor?

(CONTINUED)

91.

69 CONTINUED:

69

MASIELLO (V.O.)
If you don't do it, somebody else will. It's the only way.

VITTI (V.O.)
No. Nobody touches him. You hear me? Anybody lays a finger on him, I'll kill 'em. Is that clear?

Then the technician plays an altered version.

VITTI (V.O.)
You want me to whack my doctor?

MASIELLO (V.O.)
If you don't do it, somebody else will. It's the only way.

VITTI (V.O.)
(after a beat)
I'll kill 'em.

CUT TO:

70 INT. LIVING ROOM - SAME TIME
70

Steadman shuts off a tape recorder, having just played the altered tape for a stunned Ben and Laura. A long beat, then Ben looks up at the agents.

BEN
(quietly)
What do you want me to do?

CUT TO:
INT. JIMMY'S CAR - SAME TIME

Jimmy is parked at the corner watching the Sobol house as the three FBI agents leave.

CUT TO:

EXT. OLD LION SOCIAL CLUB - LATE AFTERNOON

Masiello is face to face with Vitti.

MASIELLO
Paul, he talked to the Feds.

(CONTINUED)

VITTI
I know this guy. He would never talk to the Feds.

Jelly's CELLULAR PHONE RINGS. He steps away and answers it quietly during the following.

MASIELLO
The FBI was at his house today.

JIMMY
It's the truth. I saw 'em.

MASIELLO
You'll see. Next thing is he's gonna call you and ask for a meeting.

VITTI
Come on. You don't know this guy.

Jelly covers the phone and turns to Vitti.

JELLY
It's Dr. Sobol. He says he needs to see you right away.
Vitti nods.

CUT TO:

EXT. STREET CORNER - NIGHT

Ben waits on a deserted corner in Brooklyn. A black Town Car appears and stops to pick him up. The windows are heavily tinted. Ben takes a deep breath, crosses to the car and opens the back door.

EXT. JELLY'S CAR - CONTINUOUS ACTION

Ben finds Jelly sitting in the back seat next to Vitti.

JELLY
Sit up front with Jimmy.

BEN
(anxiously)
You want me to sit in front? Paul usually sits in front.

(CONTINUED)

93.

CONTINUED:

JIMMY
So this time you'll sit up front. Why you making a federal case?

BEN
(getting in the car)
Federal case? I'm not making a federal case? Let's go.

CUT TO:

INT. PARETTI'S RESTAURANT (JERSEY CITY) - LATER

BEN
(prattling nervously)
Wow, this is really good. Delicious. I love Italian food. I've never been to Italy but I'd love to go. I've been to France. And Jamaica. That's nice, but I'm sure it's very different from Italy. A whole different, uh --
(silence)
So what's everybody doing this summer?

Carlo Mangano comes to the table. Vitti gets up, hugs and fraternal kisses all around, then Mangano sits down with them.

VITTI
This is Ben. He's a friend of mine.
(to Ben)
Say hello to Carlo Mangano.

MANGANO
How you doin'?

VITTI
(to Ben)
Carlo was on my father's crew. He's always been like a -- I don't know -- like a cousin to me.

MANGANO
I am your cousin.

(CONTINUED)

VITTI
I know, that's what I'm saying. It's like a family thing. The closeness.

MANGANO
Anything you need, anything I can do for you, Paul, you know. I'm here for you.
VITTI
I know. So did you take care of that thing I asked you about?

MANGANO
Is it all right to talk business in front of your friend?

VITTI
It's okay.

MANGANO
Yeah, I took care of it.

VITTI
How about that other thing?

MANGANO
I'm waiting for that first thing to come through. I can't move until it does.

VITTI
Did the guy give you a problem?

MANGANO
A little. He's a lunatic.

CUT TO:

75 INT. FBI VAN - SAME TIME

The agents monitor the conversation through the bug Ben is wearing. They shake their heads at the incomprehensible dialogue.

VITTI (V.O.)
What did he say?

MANGANO (V.O.)
The usual.

(CONTINUED)

95.

75 CONTINUED:

VITTI (V.O.)
Did you tell him you weren't going for it?

MANGANO (V.O.)
What was I gonna do?

76  BACK IN PARETTI'S
76

VITTI
You always gotta nip that shit in the bud.

MANGANO
Yeah. But if the first thing is okay, that should fix everything.

VITTI
Including the second thing.

MANGANO
Yeah, but --

VITTI
Exactly.

(to Ben)
Don't repeat any of that to anyone.

BEN
What? The first thing or the second thing?

VITTI
That's Stevie Beef over there. I gotta go say hello to him for a second.

(to Mangano)
Come on.

Ben watches Vitti and Mangano cross the room, then turns to Jelly and Jimmy.

BEN
Stevie Beef. Interesting name. When he was younger they probably called him Stevie Veal.

(off no response)
You guys come here often?

JELLY
Paretti's has a very special meaning to Paul.

(CONTINUED)

76 CONTINUED:

76


JIMMY
Yeah, this is where his father got whacked.

JELLY
Hey!

JIMMY
What's the big secret?

BEN
(incredulous)
Wait a second. Paul's father was murdered?

JIMMY
Right at that table. With his whole family there.

JELLY
Hey, just shut up.

BEN
Paul, too? He was there?

JELLY
He don't like to talk about it.

Everything is suddenly clear to Ben. He stands up.

JIMMY
Where you goin'?

BEN
Bathroom.

JELLY
I'll go with you.

CUT TO:
INT. BATHROOM - MOMENT LATER

Ben and Jelly enter.

BEN
I gotta -- you know -- poop.

Ben goes into a stall, latches the door and drops his pants. Jelly combs his hair in the mirror.

(CONTINUED)

INT. STALL - SAME TIME

Ben hastily unbuttons his shirt, revealing a small microphone taped to his chest. He picks at the edge of the tape, takes a deep breath, then rips it off.

BEN
Ahhh!

JELLY
at the urinal, reacts to Ben's cry.

JELLY
You need more roughage. A bran muffin in the morning would help with that.

CUT TO:

INT. PARETTI'S - BACK AT TABLE - FEW MINUTES LATER

Ben and Jelly rejoin Vitti. Ben starts right in on him.

BEN
I have to talk to you -- in private.

VITTI
(to Jelly and Jimmy)
Leave us alone.
They exit without hesitation.

**BEN**

Why didn't you tell me about your father?

**VITTI**

What about him?

**BEN**

You said he died of a heart attack.

**VITTI**

So what's the problem?

**BEN**

What's the problem? Your father was murdered!

(CONTINUED)

78

**VITTI**

Heart attack, murdered, what's the difference? He's dead.

**BEN**

There's a big difference. Why didn't you tell me?

**VITTI**

Because it's private. You think I tell you every little thing?

**BEN**

That is not a little thing!

**VITTI**

Okay, you want to know? Analyze this. I was twelve years old, the whole family was having dinner together right over there, two guys walked in and shot him dead right in front of us. Okay?

**BEN**
And you didn't think this was important enough to tell me?

VITTI
What am I supposed to do? Spend the rest of my life crying about the past? Forget about it.

BEN
You know what? I think you want to talk about it.

VITTI
No, I don't want to talk about it.

BEN
I think you do.

VITTI
No, I don't.

BEN
Then why did you choose this restaurant?

VITTI
'Cause I like it, okay?

(CONTINUED)

BEN
Of all the places we could've gone, why this one?

VITTI
White clam sauce. The best.

BEN
No, we're here because you wanted me to know about your father. You're reaching out to me.

VITTI
I'll reach out to you --

Vitti suddenly reaches over and rips Ben's shirt open. All he sees is a bald patch on Ben's chest where the bug
BEN
I think we have some major trust issues here.

CUT TO:

78A INT. SINDONE HEADQUARTERS - SAME TIME

The cutting room is deserted except for Primo and his men. Sindone is at his desk reading the entertainment section of the New York Times.

SINDONE
(studying the paper)
I'd like to see a movie but there's nothing out there. It's all this shoot-'em-up action bullshit. I get enough of that at work.

They all laugh. Moony finishes a call on his cell phone.

MOONY
That was our friend. He marked your guy at Paretti's.

SINDONE
Yeah? Then let's make it the last supper. Jack?

HANDSOME JACK
You got it, Primo.
(to Potatoes)
Let's go.

(CONTINUED)

SINDONE
(as they exit)
Hey, Jack. Just for fun, tear out his heart and bring it to me.

CUT TO:
EXT. STREET - LATER

Vitti, Ben and the boys come out of the restaurant and walk to the car.

BEN
Jimmy, you can have shotgun this time. I don't mind.

JIMMY
Nah, sit up front. There's more room for your legs.

BEN
My legs are short, it's fine in the back.

JIMMY
Get in the front.

BEN
You know what? It's late. I think I'm just going to call it a night. Why don't I just grab a cab and head on home.

(CONTINUED)

ANALYZE THIS - 6/17/98

CONTINUED:

JIMMY
Get in the car.

BEN
No really, it's all right.

JIMMY
(pulls a gun)
Get in the fucking car.

Ben looks to Vitti for help.

VITTI
Do what he says.
BEN
You know, we call this a transference neurosis. It's when the patient starts acting out his problems with his therapist instead of out in the world. It's usually considered a good sign. Not for me, in this case, but --

Jimmy forces him into the back of the car.

CUT TO:

79A EXT. PARETTI'S RESTAURANT - MOMENTS LATER
79A

The Lincoln makes a U-turn in front of Paretti's and drives off down the street passing Handsome Jack and Potatoes in a car parked at the corner. The car takes off after the Lincoln.

CUT TO:

80 INT. FBI VAN - SAME TIME
80

The agents are monitoring the bug, but all they hear is WATER RUNNING and TOILETS FLUSHING.

AGENT RICCI
What's he doing in there? He's been in the bathroom for half an hour.

Ricci and Steadman look at each other.

CUT TO:

ANALYZE THIS - 6/17/98

101.

81 EXT. PARETTI'S RESTAURANT - MOMENTS LATER
81

The FBI van pulls up and lurches to a stop.

CUT TO:

82 INT. PARETTI'S BATHROOM - MOMENTS LATER
82
Steadman rushes in, pushes open the stall and sees the microphone and transmitter in the bottom of the toilet bowl.

CUT TO:

83 OMITTED
83 &
84 &
84

85 EXT. SCRAP YARD - NIGHT (LATER)
85

Jelly's car pulls into a scrap metal yard and parks. They all get out. Jelly hands Vitti a gun.

VITTI
(to Jimmy and Jelly)
Leave us alone.

Jelly looks apologetically at Ben.

JELLY
Sorry, Doc. It's not personal, you know.

BEN
Don't kid yourself, Jelly. It doesn't get more personal than this.

(CONTINUED)

102.

85 CONTINUED:
85

Jelly and Jimmy walk away, leaving Ben alone with Vitti.

VITTI
You know why I have to do this, don't you?

BEN
Because you're a paranoid? No, actually you're a reverse
paranoid. You think you're out to get everybody.

VITTI
Don't bullshit me! You betrayed me! You stabbed me in the back.

They start shouting at each other.

BEN
I betrayed you? What are you talking about? Who's got the gun?

VITTI
You think I'm an idiot? Don't insult my intelligence. You cooperated! You talked to the Feds!

BEN
They played me a tape! You said you were going to kill me.

VITTI
Never. I never said that.

They glare at each other for a moment.

BEN
It doesn't matter. I didn't betray you, Paul. Yes, they made me wear a wire, but I took it off, because I think I know how to help you now.

VITTI
I don't want to know what you think.

BEN
Yes, you do.

VITTI
No, I don't!

(CONTINUED)
BEN
I think you do.

VITTI
(puts the gun
to Ben's head)
It's over! Don't you get it?
I took one chance and that's it.

BEN
Okay.
(as Vitti cocks
the gun)
Can I ask you one last question?

VITTI
(a beat)
What?

BEN
What did you order?

VITTI
What?

BEN
What did you order?

VITTI
When?

BEN
That night. What were you eating
the night your father got killed?

VITTI
How the hell do I know?

BEN
You don't remember?

VITTI
It was 35 years ago.

BEN
What did your father have?

VITTI
I told you! I don't remember.

BEN
Try.
VITTI
What's the matter with you?

BEN
It's a simple question. What was your father eating!

VITTI
(after a long pause)
Penne.

BEN
Good. And you.

VITTI
Ravioli.

BEN
The food was on the table?

VITTI
They were just serving it.

BEN
Did you see the guys coming?

VITTI
One of them. Dressed like a busboy.

BEN
Did your father see him?

VITTI
No, but I knew he looked wrong.

BEN
Why?

VITTI
His pants. They looked too good for a busboy.
BEN
He walked over to the table?

VITTI
I watched him the whole way.

BEN
Did you say anything?

(VITTI starts to hyperventilate)

BEN
You didn't kill him, Paul. You were angry but you didn't kill him. That's the life he chose.

VITTI
I never got to say good-bye.

BEN
Say it now, Paul. Talk to him. What do you want to tell him?

VITTI
I can't.

BEN
You have to. Tell him, Paul.

VITTI
(breaks down)
I'm sorry. I'm so sorry.

(CONTINUED)

Vitti leans back against the car, slumps to the ground and starts sobbing, 35 years of pent-up grief finally finding expression.

JELLY AND JIMMY

Standing around smoking, waiting for the death shot.

JIMMY

JELLY
What's wrong with you? Don't you have any respect? This is a very difficult thing for Paul.

JIMMY
Shoulda let me do it. I'd be home watchin' E.S.P.N.2 by now. World's strongest man. You should see these guys.
Ben is comforting Vitti.

**BEN**
You couldn't save him, Paul. He was trying to save you. That's what you fought about. He didn't want this for you, and you don't want it for Anthony. You don't want him to grow up the way you did -- without a father.

Vitti just cries louder.

**JELLY AND JIMMY**

hearing the crying.

**JELLY**
Jesus, the guy's fallin' apart.

**JIMMY**
Why doesn't he just pop him? It's embarrassing.

Suddenly, there is a **GUNSHOT** and a **BULLET RICOCHETS** off the TOP of the CAR.
Oh, my God!

He OPENS UP with a MAC-10.

Jimmy goes down, hit in the shoulder. Jelly dives for cover behind a rusted car body.

BEN (in a panic)

Paul! They're shooting!

Vitti continues to sob, oblivious to the GUN BATTLE raging around him.

He FIRES back at Handsome Jack.

He rakes the Lincoln with a BURST from the ASSAULT RIFLE.

All the WINDOWS ARE BLOWN OUT by the GUNFIRE. Ben screams.

Paul! For God's sake, shoot somebody!

Vitti just sits there on the ground, still sobbing quietly.

He reloads and FIRES again.
POTATOES

Jelly's last SHOT strikes him right in the chest, and he goes down.

HANDSOME JACK

He sees Potatoes fall and starts moving out, covering his retreat with another BURST from his MACHINE GUN.

JELLY'S CAR

Something snaps inside Ben.

BEN

Goddamn it!

He takes the GUN out of Vitti's hand and starts FIRING WILDLY.

JELLY

He sees Handsome Jack emerge from cover and takes him out with FIVE QUICK SHOTS.

HANDSOME JACK

He goes down FIRING, dead before he hits the ground.

SCRAP YARD

It's suddenly quiet. After a long moment, Jimmy rolls over and moans. Jelly goes to him and starts examining his wound.
Ben stands up, still holding Vitti's gun. He sees Handsome Jack lying dead on the ground.

BEN
Oh my God! Did I do that?

JELLY
No, Doc. That one's mine. You got the Chevy Camaro and the side-by-side refrigerator-freezer.

(CONTINUED)

Vitti emerges from behind the car looking red-eyed but composed again and looks at Ben.

VITTI
Pretty fuckin' ironic, isn't it? You can give me back the gun now, Doctor.

Vitti holds out his hand. Ben hesitates for a moment, then hands him the gun.

VITTI
It's okay. I wasn't really gonna whack you.
   (off Jelly's skeptical look)
All right, maybe I was gonna whack you, but I was real conflicted about it. Progress, right?

BEN
I don't think I can see you anymore.

VITTI
Yeah, I figured.

BEN
This was big tonight. You might feel a little raw for a while.

VITTI
Yeah.
So good luck. It's been --

Vitti nods, they stand there for another moment, then Ben walks off into the night.

CUT TO:

INT. BEN’S OFFICE - MORNING

ELAINE, a fortyish, tired-looking wife and mother sits on the couch across from Ben. Ben looks bored and depressed.

ELAINE
I want to please him in bed, but whatever I do it seems like it's never enough. Now he wants me to say things when we're making love.

(CONTINUED)

CONTINUED:

BEN
What kinds of things does he want you to say, Elaine?

ELAINE
Well, he wants me to call him 'big boy.' And he's my bucking bronco, and I'm supposed to ride him hard and put him back in the barn wet.

Michael's laughter is heard coming through the vent. Ben closes his eyes and sighs deeply.

ELAINE
Are you all right, Dr. Sobol?

BEN
Let me suggest something, Elaine. If the man wants you to say things ... damn it, you should get down on all fours and bark like a dog if that's going to get the job done. Break out the wine, baby.
Smoke a joint. Do what you have to do, because life is too short. It's just too fucking short.

Elaine stares, taken aback, then she smiles.

ELAINE

Okay.

CUT TO:

EXT. VITTI'S HOUSE - SEVERAL DAYS LATER

Jelly, Jimmy and Iron Mike arrive and walk up to the house. The rest of the crew are standing around on the porch.

CUT TO:

INT. VITTI'S BEDROOM - MOMENTS LATER

Jelly enters and finds Vitti in his undershorts, putting on his tie, looking very strong.

JELLY

How you feelin', boss? You need anything?

(CONTINUED)

VITTI

No, I'm great. Never felt better in my life. When this meeting is over they won't know what hit 'em.

Jelly gives him the thumbs up and exits. Vitti turns to the TV and starts knotting his tie as a PRUDENTIAL INSURANCE COMMERCIAL STARTS PLAYING, featuring a father and his son. As Vitti watches the sentimental ad, his eyes fill with tears.

CUT TO:
The sun is shining. A beautiful day for a wedding. "HERE COMES THE BRIDE" is heard.

The crowd oohs and aahs as Laura starts down the aisle in her wedding dress. Isaac and Dorothy are standing near the chupah ready to receive her.

**DOROTHY**
Is Ben going to step on the glass?

**ISAAC**
No. He doesn't want to hurt his foot, so they're going to drop a person on it.

DISSOLVE TO:

Laura and Ben stand before a REFORMED RABBI. The family is gathered again. Michael stands just to the side.

**RABBI**
We are put on this earth to find a love, a soulmate, someone with whom we can create joy. How glad we are today that Ben and Laura have found each other, and we anticipate and celebrate the years of joy they will share together from this day on.

We hear a PSST from somewhere. Ben and Laura don't seem to notice it.

(CONTINUED)
RABBI
Ben, do you take this woman, Laura, to be your lawfully wedded wife, for richer, for poorer, in sickness and in health, 'til death do you part, so help you God?

Another PSST. Ben looks over and sees Jelly standing behind some flowers to the side of the altar.

BEN
(hissing)
No!

RABBI
Excuse me?

BEN
No, not you. I was talking to him.

RABBI
Who him?

BEN
It's not important. Yes.

RABBI
Yes what?

BEN
Yes to the thing before. To her. That's a yes. Pick it up from there.

Jelly moves closer. The guests start to mutter.

JELLY
(to Ben)
Doc, we're going to need to hurry it up here.
    (to Michael)
Hi, kid.

LAURA
I do not believe this!

JELLY
(to the Rabbi)
Haul ass, buddy. We got a problem.

LAURA
Who the hell do you think you are?
JELLY
(to Ben)
Ooh, she's feisty. Watch out, Doc.
(to the Rabbi)
Tick tock, let's go. Hurry up and pronounce them, huh?

RABBI
By the power vested me by the state of New York, I now pronounce you man and wife.

JELLY
Okay. Kiss, kiss --

Ben and Laura kiss.

JELLY
I'm sorry about this, Mrs. Sobol, but duty calls, you know?

LAURA
(tearing up)
Oh. You're the first person to call me Mrs. Sobol.

JELLY
Nice, huh?

LAURA
No.

BEN
Laura, I'm sorry. It's the job.

LAURA
Go. Just go.
(to Jelly)
Have him back here by the salad course or you're in serious trouble. Capiche?

JELLY
You're a pistol.
(to Ben)
I like her.

Ben kisses Laura, then the organist plays "Here Comes the Bride" as Jelly and Ben hurry down the aisle together.

ANGLE ON SCOTT AND BELINDA, ISAAC AND DOROTHY
shaking their heads in confusion.

CUT TO:

INT. WALDORF-ASTORIA HOTEL - RECEPTION AREA

Ben comes out of the function room with Jelly.

JELLY
He's bad, Doc. Worse than I ever seen him. I think his inner child is all fucked up.

BEN
Have you ever seen an episode like this?

JELLY
Yes. Once on 'Bonanza,' Hoss Cartwright got bit by a raccoon. He got this fever and he was shaking --

BEN
Never mind.

CUT TO:
Jelly and Ben come out of the hotel into the garage area.

**JELLY**
This is serious, Doc. If he doesn't make this meeting, they'll kill him for sure.

**BEN**
Can't someone else in the family go for him? Tommy the Tongue? Louie the Lip? What about you? You go?

**JELLY**
That would work except for one little detail. I'm a fucking moron. I'm known for it.
(a beat)
You have to go.

**BEN**
Me? You must be a moron.

(CONTINUED)

115.

**JELLY**
Hey! Watch that.

**BEN**
You just said it yourself.

**JELLY**
It's different when I say it. When you say it, it sounds very negative.

**BEN**
I'm sorry, Jelly, but I'm not going. I'm not on the payroll anymore, so forget about it. My wife is waiting --

He turns to go back into the hotel.

**JELLY**
Doc.
Ben feels a gun pressed against his back.

**BEN**

You can't shoot me, Jelly.

**JELLY**

Correction. Mr. Vitti couldn't shoot you. But here's something about me you should know. I never got married, Doctor Sobol. I don't have a hobby. I never got a dog or a cat. I don't even have a goldfish. I live for one reason only, and that's to serve Mr. Paul Vitti. He's what I'm thinking about when I wake up, and he's what I'm thinking about when I close my eyes to sleep. If he told me to jump off a tall building, not only would I do it, I would hope to survive so I could do it again and again until he told me to stop. This is all I know. This is all I got. So please don't think I won't kill you, because I'd hate for your last thought to be a wrong one. You're going to that meeting.

**CUT TO:**

**116.**

**100B**  **INT. FBI CAR - MOMENTS LATER**

Parked on 50th Street, Ricci and another agent watch the limo emerge from the Waldorf garage. Ricci signals someone on the radio.

**100C**  **FBI HELICOPTER**

flies INTO VIEW over Park Avenue and starts tracking the limo.

**101**  **EXT. MID-TOWN TUNNEL - DAY**

The black stretch limo approaches the tunnel entrance.
An FBI helicopter zooms INTO VIEW high above.

CUT TO:

102  INT. HELICOPTER - SAME TIME

Steadman and Provano track the limo from the air as it enters the tunnel.

103  OMITTED

104  EXT. TUNNEL EXIT - MOMENTS LATER

Fifteen identical limos emerge from the tunnel on the Queens side and start criss-crossing as they leave the toll booths, then head off in different directions.

CUT TO:

105  INT. HELICOPTER - SAME TIME

Steadman and Provo try to pick Ben's limo out of the pack of identical limos heading up the Long Island Expressway.

STEADMAN (desperately)
Which one is it?

AGENT PROVANO
The black one.

CUT TO:

117.

105A  INT. LIMOUSINE - DAY

Ben is in the back with Jelly and Jimmy. One of their crew, IRON MIKE, is driving. Ben is putting on a suit of Jimmy's. He looks very anxious.

JIMMY (his shoulder bandaged)
Just remember. That's a fuckin' $1200 Valentino suit. You spill anything on it, I'll mess you up good.

JELLY
Shut up. You're making him nervous. If he gets nervous and fucks up, they'll kill him for sure.

(to Ben)
Let's go over it again.

BEN
This is insane.

JELLY
Mr. Vitti's been detained, apologies all around, blah, blah, blah. Then you say you're the new consigliere, and you're prepared to speak for Mr. Vitti.

BEN
Then what?

JELLY
Then you just keep your mouth shut, and hope nobody asks you nothin'.

JIMMY
Boy, this is some fuckin' plan.

JELLY
Shut up.

(to Ben)
If you have to talk, just be vague. Can you do that?

BEN
I'm a psychologist. Believe me, I can be vague.

CUT TO:

118.

INT. VITTI'S BEDROOM - SAME TIME

Vitti is lying on the bed staring at the ceiling. Marie
is stroking his forehead. Then he looks over and sees Anthony sitting in a chair at the foot of the bed, watching him with concern.

**VITTI**
Shouldn't you be outside playing or something?

**ANTHONY**
No, it's all right.

**VITTI**
How long you gonna sit there?

**ANTHONY**
(shrugs)
How long you gonna lay there?

Vitti smiles.

**VITTI**
I'm done.

**CUT TO:**

107  EXT. OZONE PARK (QUEENS) - MINUTES LATER

The limo pulls into the parking lot of the Tops Limousine Service. Fifty other limos are already parked there. Jelly and Jimmy get out, followed by Ben, now dressed in shiny suit and pinky ring.

**CUT TO:**

108  INT. TOPS LIMO GARAGE - CONTINUOUS ACTION

Ben, Jelly, and Jimmy enter a garage the size of a small airplane hangar. The floor has been cleared and long tables set up to form a square in the middle of the room. Wiseguys with shotguns patrol the catwalks above the floor and soldiers are posted at all the doors.

**BEN**
(sotto voce)
I can't do this. I'm telling you, I cannot do this.

**JELLY**
Don't fucking whine! Whining's a dead giveaway. Come on! You're the consigliere, for Chrissake.

(Continued)

119.

108 CONTINUED:

Around the tables sit forty or fifty of the biggest gangsters in the world. A few captains stand around the perimeter, ready to serve their bosses.

BEN

These are the bosses? That one looks like my Uncle Max.

Jelly steers Ben to an empty seat next to Carlo Mangano.

MANGANO

(surprised)

What's goin' on? Where's Vitti?

JELLY

On his way. Don't worry.

Mangano eyes Ben with contempt.

MANGANO

What's he doin' here?

JELLY

He's -- it's okay. Forget about it.

MANGANO

Forget about it? What the hell is that?

Seated directly across the room from Ben is Primo Sindone. He stares hard at Ben, trying to place him, then leans over to Moony, his consigliere.

SINDONE

Who's the guy with Jelly?

MOONY

I don't know.

Ben looks away nervously.
BEN
(to Jelly, borderline hysterical)
I can't do this.

He starts to get up but Jelly pulls him back down.

Moony stands up and gets everyone's attention.

(CONTINUED)

120.

CONTINUED: (2)

MOONY
All right, gentlemen. I think we better start. We have a big agenda, so for now let's stick to the big issues. And it would help if you identify yourselves when you speak, since we don't all know each other, and we didn't think anybody would be into wearing any fucking name tags.

Laughter around the table.

Sindone stands up and looks straight at Ben.

SINDONE
I'm Primo Sindone. They call me Sonny Long. It's good to see so many of the old faces here, and to welcome the new ones from all over the country. I see Frank Zello, and Joe Baldassare, but I'm a little disappointed to see that the head of our other New York family isn't here today. All I see is his man Jelly and some sawed-off little prick nobody knows.

Jelly looks at Ben, waiting for him to speak, but Ben just sits, frozen, looking down at his hands.

JELLY
(stands up, rattled)
Yeah, well, the thing is Mr. Vitti
has been detained and he sends his apologies for being detained and he apologizes for his detention.

**SINDONE**

Detained? What kind of bullshit is that? What's more important than this? As the host of this meeting, I take his not being here as a sign of disrespect to me and to all these other men, too, who came a long way to be here.

**JELLY**

Mr. Vitti meant no disrespect. The thing is, he's not feeling well. He's sick and he didn't feel well --

(CONTINUED)

121.

108 CONTINUED: (3)

108

Ben rises and slaps Jelly hard across the face.

**BEN**

(quietly)

Jelly! We don't ever discuss Mr. Vitti's health outside the family. You know better.

Jelly is stunned. The bosses murmur.

**SINDONE**

All right, who is this guy and what the fuck is he doing here?

**BEN**

In answer to your first question, my name is Ben Sobol --

(off Sindone's look)

-- leone. Sobboleone. They call me -- 'The doctor.' As for your second question. I'm here representing Paul Vitti. As his conser -- conghili --
JELLY
(prompting)
Consigliere --

BEN
(slaps him again)
Don't you ever correct me again!
As his consigliere, I'm intimately involved in all aspects of the family business and I'm prepared to speak for Mr. Vitti on all matters.

SINDONE
Okay, Doctor, then let's get down to business. Everybody knows there's been this thing between me and Paul Vitti for a long time.

BEN
Which thing are you talking about? The first thing or the second thing?

SINDONE
What second thing? I only know one thing.

(continued)

BEN
Well, I don't see how we can discuss the first thing without bringing up the second thing. Didn't you talk to the guy?

He tugs meaningfully on his earlobe.

SINDONE
What guy?

BEN
The guy with the thing.

SINDONE
What thing? What the fuck are you talking about?
BEN
How should I know? You brought it up.
        (gestures helplessly
to the others)
This is the whole problem. You can't have an intelligent
conversation with the man.

SINDONE
How about if I just break your fuckin' neck? What do you think
of that?

BEN
It's not important what I think. What do you think?

SINDONE
What do I think? I think it's a good idea! Why would I say it if
I didn't think it was good?

BEN
I don't know. Why would you?

SINDONE
(frustrated)
I wouldn't! That's what I'm saying!

BEN
Have you always had a problem dealing with your anger?

(CONTINUED)

SINDONE
What are you talking about?

BEN
What do you think I'm talking about?

SINDONE
(explodes)
I don't know what the fuck you're talking about!

**BEN**

See, you're angry again. Do you feel you have to get angry to be heard?

Sindone turns to a couple of other bosses, FRANK ZELLO and JOE BALDASSARE.

**SINDONE**

What's he talking about?

**ZELLO**

I don't know. But you do have a tendency to get angry a lot.

**BALDASSARE**

I agree, Primo.

**SINDONE**

I'm trying to talk about Vitti! Why are we talking about me?

**BEN**

Interesting. Do you feel you're not worthy enough to be talked about?

**SINDONE**

What does that mean?

**BEN**

What do you think it means?

**SINDONE**

Fuck you!

**ZELLO**

Primo, calm down.

(CONTINUED)
the questions?

BEN
Could you pass the fruit, please?

SINDONE
That's it! You're a dead man!

Sindone whips out a pistol and points it at Ben, but just as he's about to shoot --

VITTI (O.S.)
Primo!

All eyes turn.

109  PAUL VITTI

He's standing there, staring at Sindone, cool, clear, and unafraid. He looks like a king. The room goes silent. Vitti looks around the table, nods, and crosses to Ben. Jelly gets up to greet him.

VITTI
(quietly, to Jelly)
Wait outside with the car running.

Jelly nods and exits.

BEN
What are you doing here?

VITTI
Saving your ass. Sit down. I'll take it from here.

Ben sits, greatly relieved.

VITTI
(to the group)
I'm Paul Vitti. I'm sorry I was late. Those of you who know me will know I meant no disrespect. If it's all right with you, there's something I'd like to say, then I'll leave you to your business.

Ben looks at Vitti and sees a kind of serenity and clarity he's never seen before.
VITTI

About two and a half weeks ago, somebody killed my friend, Dominic Manetta.

He looks straight at Sindone.

SINDONE

Don't look at me. Everybody knows you whacked him so you could take over everything.

VITTI

What I really came here to say is that I've come to a very important decision in my life. I want out.

A great murmur of surprise sweeps around the room. Ben looks at him proudly.

VITTI

I'm going away for a while, but I will respect the oath I took the day I was made, and whatever I know about anyone else's business, I take with me to the grave. You have my word.

A negative buzz among the bosses.

VITTI

As for my own organization, I know Carlo Mangano would like to be the new boss.

Mangano smiles gratefully.

MANGANO

Thank you, Paul.

VITTI

That's why he betrayed Dominic and me to our enemies and sent his own man to kill me in Miami.
Mangano is stunned.

**VITTI**
But I leave it to my people to deal with that and choose their own boss. And even though it's my right, I won't take revenge, mostly because I'm in a good place mentally and feeling good about me.

(Continued)

126.

109 CONTINUED: (2)

109

**ZELLO**
(perplexed)
I don't know, Paul. I can see where some people might have a problem with this.

**VITTI**
I realize that, so as an extra token of good faith between us, I've taken the liberty of writing down everything I know and putting it in a safe deposit box in case anything happens to me or my family.

There's a long tense silence while the other bosses consider all this. Then, finally --

**ZELLO**
I don't know what anybody else thinks, but I say good luck and God bless, Paul.

**BALDASSARE**
Good luck, Paul. Salut.

They all raise their glasses and toast Vitti. Ben raises his glass to Vitti and drinks.

**BEN**
(to Vitti)
Well done.

Vitti smiles at him and drinks.
EXT. PARKING LOT - MOMENTS LATER

Ben and Vitti come out of the building and cross to the car. Jelly is waiting, Iron Mike has the MOTOR RUNNING, and Jimmy is in the front seat with him.

VITTI
Let's move.

Sindone and Mangano come out with guns drawn, flanked by two wise guys.

SINDONE
Vitti!

(CONTINUED)

CONTINUED:

Vitti and his crew turn and face Sindone and Mangano across the parking lot.

VITTI
I don't want to do this, Primo.

SINDONE
You don't want to do this? That's fuckin' rich. What did you think, you could just quit and walk away? You think this is a fuckin' civil service job? What are you, crazy?

VITTI
Not anymore.
(to Mangano)
Hey, Carlo, tell me. You gonna stab me in the back like the piece of shit I always knew you were?

Mangano stares at him, cold and hard.

MANGANO
I'm not gonna stab you in the back, Paul. I want to see your
Mo-Mo stands up from behind a car pointing a shotgun at Mangano and Sindone.

VITTI

Bigs!

Johnny Bigs steps out from behind a shed holding an assault rifle.

VITTI

Eddie!

The back of a van opens to reveal Eddie "Cokes" and Tuna manning a military air-cooled machine gun on a tripod.

VITTI

It's over, Primo. Now get the fuck outta here.

Sindone glares at him, then lowers his gun, turns, and starts to walk back into the building joined by Mangano and the soldiers.

(CONTINUED)
INT. GARAGE - CONTINUOUS ACTION

The assembled bosses hear the sound of GUNFIRE outside. Zello looks at Baldassare.

ZELLO
Oh, shit.

The bosses all jump up and run for the exits.

CUT TO:

EXT. PARKING LOT - SAME TIME

As the GUN BATTLE CONTINUES, Sindone jumps into a car and tries to escape, but Eddie Cokes RIPS his car with the MACHINE GUN, stopping it dead.

OMITTED

GATES
An NYPD armored assault vehicle bursts through the gates. Police cruisers and SWAT vans come racing up to the scene, SIRENS SHRIEKING.

Then, from out of the sky, the FBI helicopter descends, blaring a warning.

AGENT STEADMAN (V.O.)
(on a loudspeaker)
Drop your weapons and lie facedown on the ground. I repeat. Drop your weapons and lie facedown on the ground.

CUT TO:

EXT. ALLEY - CONTINUOUS ACTION
Bosses and fat capos go running through the alleys and clambering over fences in their silk suits and expensive loafers.

115 EXT. PARKING LOT - CONTINUOUS ACTION

Agent Ricci, wearing a flak jacket and FBI baseball cap, has Sindone down on the ground with his foot on Primo's neck and a .45 aimed at his head.

AGENT RICCI
(screaming)
Don't move! Don't you fucking move!

SINDONE
Hey! Take a pill, Robocop.

Vitti is tending to Ben who is on the ground leaning against the side of the limo.

VITTI
(deeply moved)
I can't believe it. You took a bullet for me. What doctor ever did that much for a patient? I'll never forget that.

BEN
Paul -- I tripped.

VITTI
Yeah. You tripped over your unconscious.

DISOLVE TO:

116 EXT. FEDERAL PRISON - MANY WEEKS LATER

It's a beautiful summer day. Convicts are playing basketball and lounging in the yard.

CUT TO:

117 INT. PRISON LIBRARY - SAME TIME
Ben in a sport coat, and Vitti, in prison whites, are sitting around in a circle with several other convicts. DONNY, a heavyweight con with a shaved head and numerous tattoos is talking.

(CONTINUED)

130.

CONTINUED:

DONNY
I don't think my mother really listens when I talk. She never listened.

VITTI
And how does that make you feel?

DONNY
It makes me feel angry.

VITTI
I'll bet you feel hurt, too, don't you?

DONNY
(suddenly vulnerable)
Yes, I do.

BEN
Paul, what would you say about what Donny's feeling?

VITTI
Donny, when you're thirsty, you don't go to the wall -- you go to the well. You know what I'm saying? Your mother may never be able to listen to you, but you have friends here who will. Okay?

Ben is proud of Vitti's new sensitivity.

BEN
And be patient, Donny. Most people's problems take months, sometimes years to resolve.

DONNY
I'm doing twenty-five to life.

BEN
That should be plenty of time.

CUT TO:

INT. PRISON CORRIDOR - LATER

Ben and Vitti have just left the therapy group.

(CONTINUED)

CONTINUED:

BEN
You know they found Primo Sindone
dead in a field near LaGuardia.

VITTI
I heard.
(off Ben's look)
I had nothing to do with it.
There were guys lined up from
Canarsie to Atlantic City who
wanted to whack that bastard.

BEN
Okay, just checking.

VITTI
You know, Doc, I don't think I
ever thanked you properly for
curing me.

BEN
We don't say 'cured.' We say you
had a 'corrective emotional
experience.'

VITTI
You, you, you're very good.

BEN
(pointing)
119  OMITTED
119

120  EXT. SOBOL BACK YARD - NIGHT

Ben and Laura are dancing in the yard. Paper lanterns are hung here and there. A bottle of champagne sits open on the table. A great TONY BENNETT SONG can be heard playing.

BEN
Happy?

LAURA
I just can't get used to it.

BEN
What?

(CONTINUED)

132.

120  CONTINUED:

LAURA
It's been three weeks since the last time you were kidnapped. I don't know if I can adjust.

They kiss as the SONG ENDS. Ben turns and speaks to someone O.S.

BEN
What do you say, Tony? One more?

TONY BENNETT and his trio are set up on the back porch.

TONY BENNETT
Whatever you want, Dr. Sobol. My friend told me to stay as long as you wanted me. What do you want to hear, Mrs. Sobol?

LAURA
Your choice, Tony.
TONY BENNETT
I was hoping you'd say that.
(quietly, to trio)
'World on a String,' fellas.

Tony sings "I've Got the World on a String" as Ben and Laura continue to dance. The CAMERA PANS UP and we see Michael smiling and shooting video from his bedroom window, then the CAMERA PANS UP TO a starry sky, and we...

FADE OUT.

THE END